

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
155 North Wacker Drive
Chicago, Illinois 60606
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
Kayalyn A. Marafioti

Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

DPH Holdings Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

DPH Holdings Legal Information Website:
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-22
FINANCING (DIP AND EMERGENCE)
758.90 HOURS

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 11/30/07
Bill Number: 1186564

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	10/01/07	1.10	REVIEW KEY LENDER EXIT FINANCING PROPOSALS (0.8); REVIEW TREASURY PRESENTATION (0.3).
BUTLER, JR. J	10/02/07	0.40	CONTINUE TO REVIEW LEAD BANK RESPONSES AND NEXT STEPS (0.4).
BUTLER, JR. J	10/03/07	0.30	CONTINUE TO REVIEW LEAD BANK RESPONSES AND NEXT STEPS (0.3).
BUTLER, JR. J	10/15/07	0.40	REVIEW DIP MODEL AND EMAILS FROM/TO J. SHEEHAN RE SAME (0.4).
BUTLER, JR. J	10/16/07	0.30	TELECONFERENCE WITH J. SHEEHAN, J. ARLE AND T. KRAUSE RE: DIP EXTENSION AND EXIT FINANCING LAUNCHES AND RELATED MATTERS (0.3).
BUTLER, JR. J	10/21/07	0.70	CONSIDER DIP AND EXIT FINANCING ISSUES AND TIMETABLE (0.4); TELECONFERENCES WITH AND EMAILS TO/FROM J. SHEEHAN RE: SAME (0.3).
BUTLER, JR. J	10/22/07	2.10	REVIEW UPDATED KEY LENDER EXIT FINANCING PROPOSALS (0.6); REVIEW TREASURY PRESENTATION (0.2); PREPARE FOR (0.2) AND PARTICIPATE IN (0.8) MEETING AT COMPANY IN TROY WITH J. SHEEHAN, J. ARLE, T. KRAUSE AND S. CORCORAN RE: NEXT STEPS AND INTERPLAY WITH INVESTMENT AGREEMENT; REVIEW DIP FINANCIAL STATEMENT MODEL (0.3).
BUTLER, JR. J	10/23/07	0.60	REVIEW DIP AND EXIT FINANCING PROPOSALS AND DISTRIBUTE TO COUNSEL FOR STATUTORY COMMITTEES, APPALOOSA AND GM (0.4); EMAILS TO/FROM B. SHAW RE: SAME (0.2).
BUTLER, JR. J	10/25/07	0.30	TELECONFERENCE WITH J. SHEEHAN, D. SHERBIN, S. CORCORAN AND WORKING GROUP RE: EXIT FINANCING MATTERS AND NEXT STEPS (0.3).
BUTLER, JR. J	10/26/07	0.60	TELECONFERENCE WITH J. SHEEHAN, D. SHERBIN, S. CORCORAN, K. CRAFT AND WORKING GROUP RE: EXIT FINANCING MATTERS AND NEXT STEPS (0.2); REVIEW PROPOSAL (0.4).
BUTLER, JR. J	10/27/07	0.50	REVIEW EXIT FINANCING PROPOSALS FROM LEAD ARRANGERS (0.4); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.1).
BUTLER, JR. J	10/28/07	1.10	CONTINUE TO REVIEW LEAD ARRANGERS' EXIT FINANCING PROPOSAL LETTERS (0.6); EMAILS TO/FROM J. SHEEHAN RE: SAME (0.2); TELECONFERENCE WITH J. SHEEHAN RE: DIP AND EXIT FINANCING MATTERS (0.3).

BUTLER, JR. J	10/29/07	1.40	CONTINUE TO REVIEW LEAD ARRANGERS' EXIT FINANCING PROPOSAL LETTERS (0.4); PREPARE FOR (0.3) AND ATTEND MEETINGS (0.7) WITH J. SHEEHAN, S. CORCORAN, T. KRAUSE AND WORKING GROUP AT COMPANY IN TROY RE: EXIT FINANCING MATTERS AND NEXT STEPS.
BUTLER, JR. J	10/30/07	1.70	PREPARE FOR (0.2) AND PARTICIPATE IN (0.8) WORKING GROUP MEETING AT COMPANY IN TROY WITH J. SHEEHAN, S. CORCORAN ET AL RE: DIP AND EXIT FINANCING MATTERS; BEGIN TO REVIEW MOTION AND SUPPORTING PLEADINGS FOR DIP EXTENSION APPROVAL MOTION (0.4); REVIEW EXIT FINANCING PROPOSAL (0.3).
BUTLER, JR. J	10/31/07	0.70	CONTINUE TO REVIEW MOTION AND SUPPORTING PLEADINGS FOR DIP EXTENSION APPROVAL MOTION (0.3); EMAIL TO B. ROSENBERG RE: SAME (0.1); EMAILS FROM M. BAKER AND T. KRAUSE RE: SAME (0.2); TELECONFERENCE WITH J. SHEEHAN RE: EXIT FINANCING AND NEXT STEPS (0.1).
12.20			
FRISHMAN LD	10/01/07	0.70	PRELIMINARY REVIEW DELPHI PRESENTATION TO CONSTITUENTS RE: NEW EXIT FACILITY PROPOSALS (0.7).
FRISHMAN LD	10/02/07	2.40	REVIEW ROTHSCHILDS CHANGES TO DRAFT TERM SHEET FOR GM NOTES (0.3); TELECONFERENCE WITH B. SHAW AND OTHERS FROM ROTHSCHILDS AND SKADDEN RE: THE TERM SHEETS (0.5); REVISE THE TERM SHEETS TO REFLECT DISCUSSIONS (1.6).
FRISHMAN LD	10/09/07	2.10	MEET WITH J. SHEEHAN, . ROTHCHILDS AND OTHERS RE: DRAFT TERM SHEETS FOR GM NOTES (0.9); REVIEW AND MAKE CHANGES TO REVISED DRAFT OF NOTE (1.2).
FRISHMAN LD	10/10/07	2.20	TELECONFERENCE WITH WITH B. SHAW AND D. RESNICK OF ROTHSCHILD RE: COMMENTS ON TERM SHEET (0.6); REVIEW REVISED DRAFTS (0.3); MEET WITH APALOOSA, W&C AND DELPHI RE: TERM SHEET FOR GM'S SECOND LIEN NOTE (0.8); REVIEW AND MAKE CHANGES TO REVISED DRAFT OF TERM SHEET (0.5).
FRISHMAN LD	10/12/07	4.20	REVIEW DRAFT TERM SHEET FOR SECOND LIEN NOTE FROM WEIL (1.3); TELECONFERENCES WITH B. SHAW, J. SHEEHAN AND W&C TO DISCUSS THE SAME (1.1); PREPARE MARKUP OF THE WEIL TERM SHEET (1.4); TELECONFERENCE WITH W&C AND WEIL RE: HIGH-LEVEL FEEDBACK ON TERM SHEET (0.4).
FRISHMAN LD	10/13/07	0.70	REVIEW DIP PROVISIONS RE: POTENTIAL TRANSFER OF STEERING DIVISION (0.7).
FRISHMAN LD	10/14/07	0.70	TELECONFERENCE WITH J. SHEEHAN (0.4); REVIEW AND GIVE COMMENTS ON REVISED TERM SHEET (0.3).

FRISHMAN LD	10/15/07	2.10	REVIEW AND GIVE COMMENTS ON DIP RELATED PROVISIONS OF DRAFT MOTION FOR STEERING TRANSFER (0.4); PARTICIPATE IN ALL-HANDS MEETINGS WITH GM, APALOOSA AND OTHERS (1.7).
FRISHMAN LD	10/17/07	0.20	ATTENTION TO DELPHI'S LIST OF REQUESTED RESOLUTIONS (0.2).
FRISHMAN LD	10/19/07	0.80	REVIEW DRAFT RESOLUTIONS (0.4); MISCELLANEOUS CORRESPONDENCE WITH M. BAKER RE: STATUS OF EXIT FACILITY PAPERS (0.4).
FRISHMAN LD	10/22/07	1.00	TELECONFERENCE WITH DELPHI AND OTHERS RE: GM NOTES (1.0).
FRISHMAN LD	10/23/07	0.30	MISCELLANEOUS CORRESPONDENCE RE: STATUS OF DIP EXTENSION AND EXIT PROCESSES (0.3).
FRISHMAN LD	10/26/07	4.20	REVIEW MARKETING AND COOPERATION AGREEMENT, INCLUDING ALL-HANDS TELECONFERENCES, REVIEW AND MARKUP DRAFTS, DISCUSS WITH J. SHEEHAN (3.7); REVIEW DIP EXTENSION PAPERS (0.3) AND CITI PAPERS (0.2).
FRISHMAN LD	10/27/07	5.80	REVIEW DRAFT CITI EXIT FACILITY PAPERS (2.3); ALL-HANDS TELECONFERENCES RE: OPEN ISSUES ON INVESTMENT DOCS, INCLUDING BREAK-OUT TELECONFERENCES (3.1); PREPARE REVISED MARKETING LANGUAGE (0.4).
FRISHMAN LD	10/28/07	5.70	NUMEROUS TELECONFERENCES WITH J. SHEEHAN, J. RUBENSTEIN (AT WEIL) AND/OR D. GANITSKY RE: EXHIBIT F AND MARKETING AND COOP LANGUAGE (2.1); REVISE DRAFT MARKETING AND COOPERATION AGREEMENT (0.5); REVIEW INITIAL DRAFT OF DIP AMENDMENT DOCS AND GIVE COMMENTS TO M. BAKER (0.8); REVIEW INITIAL DRAFT OF JPM EXIT FACILITY COMMITMENT AND THE COMPARISON TO CITI PREPARED BY S&S (2.3).
FRISHMAN LD	10/29/07	3.20	NUMEROUS TELECONFERENCES WITH J. SHEEHAN AND S. CORCORAN RE: OPEN COOPERATION ISSUES AND OTHER OPEN ITEMS (0.9); NEGOTIATIONS OF THE SAME WITH WEIL (0.7); REVIEW REVISED DRAFTS OF LANGUAGE AND ALSO PREPARE REVISED DRAFTS (0.8). REVIEW REVISED DIP EXTENSION DOCS (0.3); REVIEW W&C COMMENTS ON JPM PAPERS (0.5).
FRISHMAN LD	10/30/07	0.70	REVIEW REVISED DRAFT OF CITI EXIT PAPERS (0.5); TELECONFERENCE WITH M. BAKER (0.2).
FRISHMAN LD	10/31/07	1.10	REVIEW DIP DESCRIPTION IN DRAFT MOR (0.2); REVIEW REVISED MOTION FOR DIP EXTENSION PAPERS (0.4); REVIEW REVISED EXIT PAPERS (0.5).

38.10

MARAFIOTI KA	10/20/07	0.10	CORRESPONDENCE RE: FINANCING ISSUES (0.1).
MARAFIOTI KA	10/22/07	0.90	DEVELOP STRATEGY RE: SECOND LIEN FINANCING (0.9).
MARAFIOTI KA	10/23/07	0.20	CORRESPONDENCE EXCHANGE RE: FINANCING ISSUES (0.2).
MARAFIOTI KA	10/24/07	0.80	CONFER WITH APPALOOSA RE: FINANCING ISSUES (0.8).
MARAFIOTI KA	10/25/07	1.10	MEETING WITH CLIENT RE: FINANCING (0.9); DEVELOP STRATEGY RE: SAME (0.2).
MARAFIOTI KA	10/28/07	0.30	CORRESPONDENCE RE: FINANCING ISSUES (0.3).
MARAFIOTI KA	10/29/07	1.10	CORRESPONDENCE RE: EXIT FINANCING (0.2); WORK ON MOTION TO APPROVE SAME (0.9).
MARAFIOTI KA	10/30/07	0.40	CONSIDER FINANCING ISSUES IN CONNECTION WITH DIP AMENDMENT (0.4).
MARAFIOTI KA	10/31/07	1.60	REVIEW AND REVISE DIP EXTENSION MOTION (1.6).

6.50

MEISLER RE	10/01/07	0.50	REVIEW DTM PRESENTATION RE: EXIT FACILITY (0.5).
MEISLER RE	10/02/07	0.50	REVIEW AND RESPOND TO CORRESPONDENCE RE: DIP EXTENSION (0.2); REVIEW AND RESPOND TO CORRESPONDENCE RE: APPRAISAL LETTER (0.3).
MEISLER RE	10/25/07	0.40	REVIEW DIP EXTENSION AND EXIT FACILITY UPDATE (0.4).
MEISLER RE	10/29/07	1.70	CONTINUE TO REVIEW DIP EXTENSION DOCUMENTS (1.7).
MEISLER RE	10/30/07	4.60	REVIEW AND REVISE DIP EXTENSION MOTION (2.9); REVIEW AND CONSIDER RELATED PRESENTATIONS (0.6); REVIEW AND COMMENT ON PROPOSED ORDER RE: SAME (0.9); TELECONFERENCE WITH B. RESNICK RE: SAME (0.2).
MEISLER RE	10/31/07	1.50	REVIEW AND CONSIDER COMMENTS TO DIP EXTENSION MOTION (1.0); REVIEW AND RESPOND TO CORRESPONDENCE RE: DIP EXTENSION MOTION (0.5).

9.20

Total Partner

66.00

MATZ TJ	10/17/07	0.40	CONSIDER DIP EXTENSION MOTION, TIMING (0.4).
MATZ TJ	10/22/07	0.40	CONSIDER EXIT DIP FINANCING MOTIONS (0.4).

MATZ TJ	10/25/07	1.40	REVIEW EXIT FINANCING MATERIALS RE: PROPOSED MOTION (1.4).
MATZ TJ	10/27/07	0.80	REVIEW EXIT FINANCING PROPOSALS AND DRAFT MOTION (0.8).
MATZ TJ	10/28/07	3.20	REVIEW EXIT FINANCING PROPOSALS (0.4); REVIEW AND REVISING EXIT FINANCING MOTION, ORDER (2.8).
MATZ TJ	10/29/07	1.20	CONTINUE PREPARATION OF EXIT FINANCING APPROVAL MOTION (0.8); FURTHER REVISIONS TO SAME (0.4).
		7.40	
Total Counsel		7.40	
FERN BM	10/24/07	0.70	BEGIN TO DRAFT DIP AMENDMENT MOTION (0.7).
FERN BM	10/27/07	12.00	REVIEW DOCUMENTS RE: LATEST TERMS TO DIP AMENDMENT (12.0).
FERN BM	10/28/07	0.60	ADDITIONAL REVIEW OF DOCUMENTS RE: DIP AMENDMENT (0.6).
FERN BM	10/29/07	0.70	REVIEW DOCUMENTS RE: MODIFICATIONS TO DIP CREDIT AGREEMENT (0.7).
FERN BM	10/31/07	1.20	REVIEW AND COMMENT ON DIP AMENDMENT MOTION (1.2).
		15.20	
GANITSKY DI	10/01/07	1.10	REVIEW CORRESPONDENCE AND MATERIALS RE: FINANCING (1.1).
GANITSKY DI	10/22/07	3.20	TELECONFERENCES RE: FINANCING MATTERS (1.5); DRAFTING AND EDITING BULLET POINTS RE: FINANCING MECHANICS AND DISCUSSIONS RE: SAME (1.7).
GANITSKY DI	10/24/07	0.70	TELECONFERENCES WITH WORKING GROUP RE: FINANCING MATTERS (0.7).
GANITSKY DI	10/25/07	1.50	TELECONFERENCE RE: FINANCING WITH CLIENT (1.5).
		6.50	
GRANT K	10/08/07	3.40	REVIEW AND ANALYZE EXIT FINANCING MATERIALS AND PROPOSALS (3.4).
GRANT K	10/15/07	0.70	TELECONFERENCE WITH B. RESNICK (0.3) AND EMAIL RE: LETTER OF CREDIT REIMBURSEMENT. (0.4).
GRANT K	10/18/07	0.30	EMAILS WITH B. RESNICK AND M. GUNKELMAN RE: LETTER OF CREDIT REIMBURSEMENT (0.3).
GRANT K	10/22/07	1.50	REVIEW PRESENTATION MATERIALS RE: EXIT FINANCING (1.5).
GRANT K	10/25/07	1.90	REVIEW DIP EXTENSION AND EXIT FINANCING UPDATE (1.9).

GRANT K	10/29/07	0.60	REVIEW AGREEMENTS AND PLEADINGS RE: DIP AMENDMENT (0.6).
GRANT K	10/30/07	0.70	REVIEW AGREEMENTS AND PLEADINGS RE: DIP AMENDMENT (0.7).
		9.10	
HARDIN AS	10/22/07	0.90	REVIEW PRECEDENTS RELATED TO EXIT FINANCING (0.9).
HARDIN AS	10/24/07	0.60	REVIEW MATERIALS RELATED TO EXIT FINANCING (0.4); DISCUSSION WITH W. SHAW RE: SAME (0.2).
HARDIN AS	10/26/07	0.30	REVIEW MATERIALS RELATED TO EXIT FINANCING (0.3).
HARDIN AS	10/29/07	0.90	REVIEW AND REVISE MATERIALS RELATED TO EXIT FINANCING (0.9).
HARDIN AS	10/30/07	0.90	REVIEW AND REVISE MATERIALS RELATED TO EXIT FINANCING (0.9).
HARDIN AS	10/31/07	0.50	REVIEW PLEADINGS RELATED TO EXIT FINANCING (0.5).
		4.10	
JJINGO MJ	10/02/07	1.20	REVIEW ROTHSCHILD COMMENTS ON NOTES; PARTICIPATE ON TELECONFERENCE RE: THE SAME (1.2).
JJINGO MJ	10/04/07	1.70	REVIEW LATEST POR AMENDMENT AND EXIT FINANCING UPDATE (1.7).
JJINGO MJ	10/09/07	4.90	PARTICIPATE IN MEETINGS ON SECOND LIEN NOTE; REVIEW TERM SHEET BASED ON DISCUSSIONS; CIRCULATE THE SAME; REVIEW VARIOUS DISCLOSURE DOCUMENTS (4.9).
JJINGO MJ	10/10/07	6.30	ATTEND VARIOUS MEETINGS RE: SECOND LIEN TERM SHEET (6.3).
JJINGO MJ	10/11/07	2.70	REVIEW VARIOUS CORRESPONDENCE AND DOCUMENTS RELATED TO VARIOUS TERM SHEETS (2.7).
JJINGO MJ	10/12/07	3.20	REVIEW WEIL DRAFT OF TERM SHEET; PARTICIPATE ON TELECONFERENCE RE: THE SAME (3.2).
JJINGO MJ	10/13/07	2.10	REVIEW STEERING BUSINESS QUESTION UNDER THE DIP DOCUMENTS (2.1).
JJINGO MJ	10/14/07	4.20	PREPARE FOR AND PARTICIPATE ON TELECONFERENCE WITH J. SHEEHAN AT DELPHI TO DISCUSS REVISIONS TO GM SECOND LIEN NOTE TERM SHEET; REVIEW VARIOUS CORRESPONDENCE (4.2).
JJINGO MJ	10/15/07	4.40	PARTICIPATE IN NUMEROUS MEETINGS RE: GM SECOND LIEN TERM SHEET; REVIEW STEERING TRANSFER MOTION (4.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

JJINGO MJ	10/16/07	3.70	REVIEW VARIOUS CORRESPONDENCE RELATED TO FINANCING; REVIEW SHELL OF FINANCING MOTION; REVIEW CURRENT FINANCING DOCUMENTS (3.7).
JJINGO MJ	10/17/07	2.60	REVIEW VARIOUS CORRESPONDENCE; REVIEW LIST OF POTENTIAL RESOLUTIONS RE: THE SAME (2.6).
JJINGO MJ	10/18/07	3.90	REVIEW VARIOUS POTENTIAL ISSUES UNDER CREDIT AGREEMENT IN CONNECTION WITH CONTEMPLATED REPLACEMENT LIENS AND OTHER MATTERS; REVIEW VARIOUS CORRESPONDENCE RELATED TO THE TRANSACTION (3.9).
JJINGO MJ	10/22/07	1.90	PARTICIPATE ON EXIT FINANCING TELECONFERENCE; REVIEW SECOND LIEN MATERIALS IN LIGHT OF TELECONFERENCE (1.9).
JJINGO MJ	10/23/07	3.20	BEGIN TO REVIEW LATEST UPDATES ON DIP AMENDMENT AND EXIT FINANCING; REVIEW REVISED FORM 10-Q; BEGIN TO REVIEW BEST EFFORTS LETTER FOR PRECEDENT PURPOSES (3.2).
JJINGO MJ	10/24/07	4.10	REVIEW VARIOUS CORRESPONDENCE; BEGIN TO DRAFT FINANCING RESOLUTIONS; CONTINUE TO REVIEW VARIOUS LENDER PROPOSALS (4.1).
JJINGO MJ	10/25/07	4.40	ATTEND TO VARIOUS MATTERS RELATED TO THE EXIT FINANCING INCLUDING DRAFTING AND REVISING FINANCING RESOLUTIONS; CONFERENCE WITH SHEARMAN & STERLING RE: VARIOUS MATTERS (4.4).
JJINGO MJ	10/26/07	5.10	PARTICIPATE ON VARIOUS STATUS TELECONFERENCES; CONTINUE TO REVIEW AND REVISE FINANCING RESOLUTIONS; REVIEW AND REVISE COOPERATION PROVISIONS (5.1).
JJINGO MJ	10/27/07	2.10	BEGIN TO REVIEW CITI COMMITMENT PAPERS AND COMMENT ON THE SAME; REVIEW AND RESPOND TO VARIOUS CORRESPONDENCE RELATED TO THE FINANCING (2.1).
JJINGO MJ	10/28/07	2.80	REVIEW AND RESPOND TO VARIOUS CORRESPONDENCE RE: EXIT FINANCING; CONTINUE TO REVIEW DRAFT COMMITMENT PAPERS FROM CITI AND JP MORGAN (2.8).
JJINGO MJ	10/29/07	5.10	CONTINUE TO REVIEW AND COMMENT ON COMMITMENT PAPERS; REVIEW AND COMMENT ON EXIT FINANCING MOTION (5.1).
JJINGO MJ	10/30/07	4.30	REVIEW DRAFT SEPTEMBER MOR AND COMMENT ON THE SAME; BEGIN TO REVIEW REVISED CITI PROPOSAL (4.3).
JJINGO MJ	10/31/07	3.90	REVIEW AND COMMENT ON VARIOUS DRAFTS OF DOCUMENTS (3.9).

PERL MW	10/27/07	0.40	REVIEW VARIOUS DOCUMENTS RELATING TO DIP AMENDMENT (0.4).
PERL MW	10/28/07	4.90	REVIEW VARIOUS DRAFTS OF DIP EXTENSION DOCUMENTS (1.3); CONTINUE TO REVIEW DOCUMENTS AND BEGIN DRAFTING MOTION FOR SAME (3.6).
PERL MW	10/29/07	6.30	CONTINUE TO WORK ON AND DRAFT MOTION TO APPROVE DIP EXTENSION, INCLUDING REVISIONS TO ORDER AND REVIEW OF RELEVANT DOCUMENTS (6.3).
PERL MW	10/30/07	10.50	CONTINUE TO WORK ON AND REVISE DIP MOTION (5.8) AND ORDER (0.6); REVIEW AMENDMENT, CREDIT AGREEMENT AND RELATED DOCUMENTS (0.7); REVIEW AND CONSIDER PRECEDENT IN CONNECTION WITH DISCLOSURES IN MOTION (0.8); STRATEGIZE WITH WORKING GROUP RE: ISSUES RELATING TO DIP MOTION (1.4); PREPARE MOTION AND ORDER FOR CIRCULATION AND DRAFT CORRESPONDENCES TO RECEIVED COMMENTS IN CONNECTION WITH SAME (0.4); TELECONFERENCES WITH B. RESNICK RE: MOTION AND ORDER (0.2, 0.1); REVIEW FEE LETTER AND PRIOR DIP DOCUMENTS (0.5).
PERL MW	10/31/07	9.20	CONTINUE TO REVIEW AND REVISE DIP EXTENSION MOTION AND ORDER, AND STRATEGIZE RE: UPDATES AND REVISIONS TO SAME (6.2); WORK AND FORMULATE STRATEGY RE: SERVICE PARTIES IN CONNECTION WITH SAME (0.6); TELECONFERENCE WITH T. KRAUSE RE: FILINGS (0.1); REVIEW SCHEDULING ORDERS AND 8-K RE: LANGUAGE (0.5); REVIEW ADDITIONAL ORDERS AND HEARING EXCERPTS IN CONNECTION WITH SCHEDULING AND FOLLOW UP WITH WORKING GROUP RE: SAME (0.9); REVIEW VARIOUS PRECEDENTS RE: DIP EXTENSIONS (0.6); REVIEW AND INCORPORATE RIDER INTO MOTION (0.3).
		31.30	
SAMOLE RM	10/29/07	1.80	REVIEW AMENDED CREDIT AGREEMENTS AND RELATED DOCS RE: PBGC LIENS (1.8).
SAMOLE RM	10/30/07	2.60	DRAFT SECTION OF DIP EXTENSION MOTION RE: PBGC LIENS (2.6).
		4.40	
SUBER KM	10/24/07	10.50	REVIEW PRECEDENT IN CONNECTION WITH EXIT FINANCING MOTIONS (2.5); RESEARCH CASE LAW IN CONNECTION WITH 363(B) AND EXIT FINANCING (4.0); BEGIN TO DRAFT EXIT FINANCING MOTION (4.0).
SUBER KM	10/25/07	2.30	REVISE EXIT FINANCING MOTION (1.6); COMPILE NOTEBOOK OF CASE PRECEDENT IN SUPPORT OF EXIT FINANCING MOTION (0.7).

SUBER KM	10/27/07	3.60	REVISE EXIT FINANCING MOTION BASED ON COMMENTS FROM THE DELPHI CHAPTER 11 TEAM (3.6) .
SUBER KM	10/28/07	4.70	REVISE EXIT FINANCING MOTION BASED ON COMMENTS RECEIVED FROM DELPHI CHAPTER 11 TEAM (4.7) .
SUBER KM	10/29/07	3.50	REVIEW AND REVISE EXIT FINANCING MOTION AND ASSOCIATED PROPOSED ORDER (2.1); REVIEW JPMORGAN AND CITIBANK COMMITMENT AND FEE LETTERS (1.0); CONFER WITH DELPHI TEAM MEMBERS TO ENSURE INTERNAL CONSISTENCY BETWEEN EXIT FINANCING MOTION AND DIP EXTENSION MOTION (0.4) .
SUBER KM	10/31/07	0.30	SUPERVISE LEGAL ASSISTANT IN AMALGAMATION OF MATERIALS RE: EXIT FINANCING MOTION AND PROPOSED ORDER (0.3) .
		24.90	
Total Associate		173.30	
DEMMA J	10/31/07	1.30	PREPARE/UPDATE SPECIAL SERVICE PARTY LIST FOR DIP EXTENSION MOTION (1.3) .
		1.30	
SHRAGO R	10/17/07	1.40	PULL DOCKET PLEADINGS AND DISTRIBUTE (1.4) .
		1.40	
Total Legal Assistant		2.70	
TOTAL TIME		<u>249.40</u>	

Delphi Corporation (DIP)
Financing (DIP and Emergence)

Bill Date: 11/30/07
Bill Number: 1186564

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	10/12/07	Copy Center, D	24.95
In-house Reproduction	10/26/07	Copy Center, D	4.03
In-house Reproduction	10/26/07	Copy Center, D	4.02
		TOTAL IN-HOUSE REPRODUCTION	\$33.00
Lexis/Nexis	10/18/07	Nelson VP	40.42
Lexis/Nexis	10/19/07	Tullson CT	28.58
		TOTAL LEXIS/NEXIS	\$69.00
Westlaw	10/18/07	Nelson VP	37.23
Westlaw	10/18/07	Morong C	81.31
Westlaw	10/19/07	Tullson CT	135.79
Westlaw	10/24/07	Suber KM	233.40
Westlaw	10/30/07	Gilchrist JM	96.27
		TOTAL WESTLAW	\$584.00
Air/Rail Travel (external)	10/22/07	Butler, Jr. J	122.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$122.00
Out-of-Town Travel	10/22/07	Butler, Jr. J	6.00
Out-of-Town Travel	10/22/07	Butler, Jr. J	36.17
Out-of-Town Travel	10/26/07	Ramlo K	1,213.84
Out-of-Town Travel	10/26/07	Ramlo K	99.99
		TOTAL OUT-OF-TOWN TRAVEL	\$1,356.00
Messengers/ Courier	10/14/07	Dist Serv/Mail/Page, D	24.00
		TOTAL MESSENGERS/ COURIER	\$24.00
Out-of-Town Meals	10/22/07	Butler, Jr. J	10.52
Out-of-Town Meals	10/22/07	Ramlo K	4.76
Out-of-Town Meals	10/22/07	Meisler RE	5.48
Out-of-Town Meals	10/22/07	Meisler RE	8.68
Out-of-Town Meals	10/23/07	Ramlo K	4.23
Out-of-Town Meals	10/23/07	Ramlo K	6.26

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	10/23/07	Meisler RE	26.85
Out-of-Town Meals	10/24/07	Ramlo K	8.66
Out-of-Town Meals	10/24/07	Ramlo K	5.79
Out-of-Town Meals	10/24/07	Meisler RE	5.07
Out-of-Town Meals	10/24/07	Meisler RE	30.70
TOTAL OUT-OF-TOWN MEALS			\$117.00
Print Images to Paper (from Electronic Media)	10/29/07	Copy Center, D	13.00
TOTAL PRINT IMAGES TO PAPER (FROM ELECTRONIC MEDIA)			\$13.00
Wireless - Mo- bile/Cellular/Pager	10/15/07	Meisler RE	2.00
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$2.00
TOTAL MATTER			\$2,320.00

Delphi Corporation (DIP))
Financing (DIP and Emergence)

Bill Date: 01/10/08
Bill Number: 1206100

NAME	DATE	HOURS	DESCRIPTION
BERLIN K	11/29/07	1.90	REVIEW OF EXIT FACILITY CREDIT AGREEMENT AND TELECONFERENCE WITH M. HESTER RE: SAME AND RE: MISCELLANEOUS OTHER ISSUES (1.9).
		1.90	
BUTLER, JR. J	11/01/07	0.70	REVIEW AND COMMENT ON DIP APPROVAL MOTION (0.4); TELECONFERENCE WITH J. SHEEHAN RE: EXIT FINANCING MATTERS (0.2); EMAILS FROM/TO B. ROSENBERG RE: EXPEDITED TREATMENT OF DIP FINANCING MOTION (0.1).
BUTLER, JR. J	11/03/07	0.90	REVIEW FINAL LEAD ARRANGER LETTER FOR EXIT FINANCING (0.4); EMAIL TO B. ROSENBERG ET. AL. RE: CONSENT FOR EXPEDITED MOTION TREATMENT (0.1); REVIEW STATUS OF MOTION PAPERS AND NEXT STEPS (0.2); EMAILS FROM/TO J. SHEEHAN RE: SAME (0.2).
BUTLER, JR. J	11/04/07	0.40	EMAILS FROM/TO B. ROSENBERG ET. AL. RE: CONSENT FOR EXPEDITED MOTION TREATMENT (0.1); CONTINUE TO REVIEW MOTION PAPERS AND NEXT STEPS (0.3).
BUTLER, JR. J	11/05/07	0.90	CONTINUE TO REVIEW AND COMMENT ON FINAL LEAD ARRANGER LETTER FOR EXIT FINANCING (0.3); BEGIN TO REVIEW AND COMMENT ON MOTION PAPERS RE: SAME (0.6).
BUTLER, JR. J	11/06/07	0.90	CONTINUE TO REVIEW AND FINALIZE EXIT FINANCING APPROVAL MOTION (0.7); TELECONFERENCE WITH M. BAKER RE: SAME (0.2).
BUTLER, JR. J	11/12/07	0.90	CONTINUE TO PREPARE FOR NOVEMBER 16TH OMNIBUS HEARING WITH RESPECT TO DIP TENOR EXTENSION MOTION AND EXIT FINANCING APPROVAL MOTION INCLUDING MEETING WITH J. SHEEHAN ET AL. AT COMPANY IN TROY (0.9).
BUTLER, JR. J	11/13/07	0.60	CONTINUE TO PREPARE FOR NOVEMBER 16TH OMNIBUS HEARING WITH RESPECT TO DIP TENOR EXTENSION MOTION AND EXIT FINANCING APPROVAL MOTION INCLUDING REVIEW AND ANALYSIS OF OBJECTIONS FILED TO EXIT FINANCING APPROVAL MOTION (0.6).

BUTLER, JR. J	11/15/07	4.80	CONTINUE TO PREPARE FOR NOVEMBER 16TH OMNIBUS HEARING WITH RESPECT TO DIP TENOR EXTENSION MOTION AND EXIT FINANCING APPROVAL MOTION INCLUDING REVIEW OF DIP SYNDICATION MATTERS AND REVISED FEE LETTER WITH J. SHEEHAN ET AL IN NEW YORK CITY (1.4); REVIEW AND FINALIZE SUPPLEMENT TO DIP TENOR EXTENSION MOTION (0.8); REVIEW AND FINALIZE OMNIBUS REPLY TO EXIT FINANCING APPROVAL MOTION (0.9); PREPARE FOR AND PARTICIPATE IN WORKING GROUP MEETING TO PREP FOR NOVEMBER 16TH OMNIBUS HEARING RE: SAME (0.8); GENERAL CONTESTED HEARING PREP (0.7); TELECONFERENCE WITH K. ZIMAN RE: SAME (0.2).
BUTLER, JR. J	11/16/07	2.90	PREPARE FOR (1.3) AND ATTEND (1.6) OMNIBUS HEARING WITH RESPECT TO DIP TENOR EXTENSION MOTION AND EXIT FINANCING APPROVAL MOTION.
BUTLER, JR. J	11/29/07	0.80	CONFERENCE WITH J. SHEEHAN IN NEW YORK CITY RE: EXIT FINANCING MATTERS AND NEXT STEPS (0.8).
		13.80	
FRISHMAN LD	11/02/07	4.70	REVIEW NEW JPM DRAFT EXIT PAPERS (1.3); CONFERENCE CALL WITH S&S, DELPHI. W&C, JPM & SIMPSON RE: COMMENTS (2.1); FOLLOW-UP CALLS (0.6); REVIEW REVISED PAPERS (0.4); TELECONFERENCES WITH E. COCHRAN & W&C RE: DISCLOSURE ITEMS (0.3).
FRISHMAN LD	11/04/07	0.20	REVIEW REVISED ENGAGEMENT PAPERS (0.2).
FRISHMAN LD	11/05/07	0.60	ATTENTION TO REVISE EXIT FACILITY PAPERS (0.6).
FRISHMAN LD	11/06/07	0.40	ATTENTION TO REVISED ENGAGEMENT LETTERS AND EXIT MOTIONS (0.4).
		5.90	
HOGAN III AL	11/13/07	0.90	REVIEW AND PREPARE FOR RESPONSE TO EXIT FINANCING OBJECTIONS (0.9).
HOGAN III AL	11/14/07	5.20	TELECONFERENCE WITH J. SHEEHAN AND WORKING GROUP RE: PREPARATION OF EXIT FINANCING AND EPCA DECLARATIONS, AND FACTUAL INVESTIGATION IN CONNECTION WITH SAME (2.3); REVIEW UCC OBJECTION TO EXIT FINANCING MOTION, AND PREPARE FOR CONTESTED EVIDENTIARY HEARING ON SAME, AND DRAFT OUTLINE OF OMNIBUS REPLY (2.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HOGAN III AL	11/15/07	6.30	CONTINUE TO REVIEW AND PREPARATION FOR EXIT FINANCING CONTESTED HEARING, INCLUDING FINALIZATION OF OMNIBUS REPLY AND SHEEHAN DECLARATION, AND FINALIZATION OF EVIDENTIARY RECORD TO BE SUBMITTED IN CONNECTION WITH SAME (5.5); CONFERENCE WITH WORKING GROUP RE: HEARING PREPARATIONS, AND DISCUSS LIKELY HEARING PROCEDURES WITH J. SHEEHAN. (0.8).
HOGAN III AL	11/16/07	1.60	ATTEND COURT HEARING ON CONTESTED EXIT FINANCING APPROVAL MOTION (1.6).
		14.00	
MARAFIOTI KA	11/01/07	2.50	REVIEW AND REVISE FINANCING MOTION (1.5) AND ORDER (0.8); CORRESPONDENCE (0.2).
MARAFIOTI KA	11/05/07	0.30	CONSIDER EXIT FINANCING ISSUES (0.3).
MARAFIOTI KA	11/06/07	1.30	REVIEW AND REVISE EXIT FINANCING MOTION (1.0) AND ORDER (0.3).
MARAFIOTI KA	11/15/07	1.90	REVIEW CREDITORS' COMMITTEE OBJECTION TO EXIT FACILITY ENGAGEMENT LETTERS (0.3); UPDATE RE: STATUS OF DELPHI REPLY (0.2); REVIEW OBJECTION OF GOODWIN GROUP (0.1); REVIEW OBJECTION OF AD HOC COMMITTEE (0.1); WORK ON REPLY IN RESPONSE TO OBJECTIONS TO FINANCING MOTION (0.8) AND WORK ON RELATED ORDER (0.4).
MARAFIOTI KA	11/20/07	0.30	REVIEW TRANSCRIPT RE: EXIT FINANCING AGREEMENTS WITH LEAD ARRANGERS (0.3).
		6.30	
MEISLER RE	11/01/07	2.80	REVIEW AND COMMENT ON DIP EXTENSION MOTION (1.5); REVIEW AND COMMENT ON ORDER (0.5); TELECONFERENCE WITH M. BAKER AND A. TENZER RE: DIP EXTENSION (0.2); CONFERENCE WITH R. SAMOLE RE: PBGC UPDATE RE: DIP EXTENSION (0.1); ANALYSIS OF RELATED ISSUES (0.5).
MEISLER RE	11/02/07	0.30	REVIEW REVISED FEE LETTERS RE: EXIT FACILITY (0.3).
MEISLER RE	11/05/07	1.00	REVIEW AND RESPOND TO CORRESPONDENCE FROM E. RUIZ RE: DIP EXTENSION (0.1); REVIEW AND CONSIDER CORRESPONDENCE RE: RELEASE OF LIENS PURSUANT TO DIP REFINANCING (0.4); TELECONFERENCE WITH R. FLETEMEYER RE: DIP REPORT (0.1); TELECONFERENCE WITH M. BAKER RE: EXIT FACILITY (0.2); TELECONFERENCE WITH A. HARDIN RE: SAME (0.2).

MEISLER RE	11/06/07	1.60	REVIEW AND CONSIDER ISSUES RE: EXIT FINANCING (0.5); REVIEW AND RESPOND TO CORRESPONDENCE RE: SAME (0.2); TELECONFERENCE WITH M. BAKER RE: EXIT FACILITY (0.3); REVIEW AND CONSIDER PBGC COMMENTS TO DIP EXTENSION (0.4); DRAFT CORRESPONDENCE RE: SAME (0.2).
MEISLER RE	11/07/07	2.70	REVIEW AND CONSIDER ADDITIONAL PBGC COMMENTS TO ORDER APPROVING DIP EXTENSION (0.7); DRAFT CORRESPONDENCE RE: SAME (0.3); TELECONFERENCE WITH M. BAKER AND A. TENZER RE: DIP EXTENSION AND PBGC ISSUES (0.4); REVIEW AND REVISE LANGUAGE TO ADDRESS PBGC CONCERNS (1.3).
MEISLER RE	11/08/07	4.30	CONTINUE TO REVIEW AND CONSIDER LANGUAGE TO RESOLVE PBGC CONCERNS (2.0); TELECONFERENCE WITH K. MORRIS, J. SEGAL, C. WOLF, M. BAKER RE: PBGC ISSUES WITH DIP EXTENSION (0.5); TELECONFERENCE WITH M. BAKER AND T. KRAUSE RE: PBGC DIP ISSUES (0.4); CONTINUE TO WORK ON SAME (0.2); CONTINUE EFFORTS TO RESOLVE CONCERNS RE: DIP EXTENSION (0.5); REVIEW AND RESPOND TO CORRESPONDENCE RE: DIP EXTENSION (0.7).
MEISLER RE	11/09/07	2.30	TELECONFERENCE WITH M. BAKER, B. RESNICK RE: DIP EXTENSION AND PBGC COMMENTS (0.5); TELECONFERENCE WITH K. MORRIS, J. SEGAL, AND C. WOLF RE: COMMENTS TO DIP EXTENSION ORDER (0.3); NOTES TO FILE (0.1); REVIEW 2005 DIP ORDER (0.5); REVISE DIP EXTENSION ORDER (0.3); DRAFT CORRESPONDENCE TO COMPANY RE: SAME (0.2); DRAFT CORRESPONDENCE TO PBGC RE: SAME (0.4).
MEISLER RE	11/10/07	0.70	TELECONFERENCE WITH K. MORRIS, C. WOLFE AND J. SEGAL RE: MODIFICATIONS TO DIP EXTENSION ORDER (0.1); REVIEW AND CONSIDER MODIFICATIONS TO SAME (0.2); DRAFT CORRESPONDENCE TO COMPANY RE: SAME (0.3); DRAFT CORRESPONDENCE TO B. RESNICK RE: SAME (0.1).
MEISLER RE	11/11/07	0.10	TELECONFERENCE WITH B. RESNICK RE: LANGUAGE TO RESOLVE PBGC CONCERNS TO DIP EXTENSION (0.1).
MEISLER RE	11/12/07	3.10	TELECONFERENCE WITH C. WOLF RE: DIP EXTENSION ORDER (0.1); TELECONFERENCE WITH M. BAKER AND T. KRAUSE RE: DIP EXTENSION (0.2); TELECONFERENCES WITH E. RUIZ RE: DIP EXTENSION (0.1, 0.1); DRAFT CORRESPONDENCE RE: SAME (0.2); REVISE STATUTORY COMMITTEE SLIDES RE: DIP EXTENSION (0.8); DRAFT CORRESPONDENCE TO COMPANY RE: UCC CONSENT TO CHANGES TO DIP EXTENSION ORDER (0.1); REVIEW PLEADINGS RE: EXIT FACILITY (1.5).

MEISLER RE	11/13/07	0.10	TELECONFERENCE WITH V. MELWANI RE: CHANGES TO DIP EXTENSION ORDER AND CHANGES MADE TO RESOLVE PBGC CONCERNS (0.1).
MEISLER RE	11/14/07	1.90	DRAFT CORRESPONDENCE RE: INTERCOMPANY TRANSFERS (0.2); TELECONFERENCE WITH J. GUGLIELMO RE: SAME (0.1); DRAFT CORRESPONDENCE RE: DIP EXTENSION (0.2); TELECONFERENCE WITH T. KRAUSE RE: DIP EXTENSION (0.2); REVIEW AND RESPOND TO CORRESPONDENCE RE: DIP REPORT (0.1); REVIEW AND REVISE DIP EXTENSION DECLARATION (0.8); REVIEW AND COMMENT ON RESPONSE RE: SAME (0.3).
MEISLER RE	11/15/07	4.90	CONTINUE TO REVIEW AND REVISE REPLY RE: DIP EXTENSION (1.1); CONTINUE TO REVIEW AND REVISE DECLARATION RE: SAME (0.5); REVIEW EVIDENTIARY EXHIBITS TO BE USED AT HEARING (0.5); REVIEW AND CONSIDER FEE LETTER AND AMENDMENTS THERETO (0.5); CONTINUE TO REVISE REPLY (1.0) AND DECLARATION (0.4); REVIEW PROPOSED ORDER RE: SAME (0.4); TELECONFERENCES B. RESNICK RE: SAME (0.1, 0.2); TELECONFERENCES WITH M. BAKER RE: SAME (0.1, 0.1).
MEISLER RE	11/27/07	0.50	REVIEW AND CONSIDER CASH MANAGEMENT REPORT (0.4); DRAFT CORRESPONDENCE TO D. PURI RE: SAME (0.1).
MEISLER RE	11/28/07	0.20	TELECONFERENCE WITH J. GUGLIELMO RE: CASH MANAGEMENT REPORT (0.2).
		26.50	
Total Partner		68.40	
MATZ TJ	11/01/07	1.40	REVIEW REVISED PROPOSAL FROM CITIBANK (0.4); REVIEW AND REVISE DRAFT EXIT FINANCING APPROVAL PLEADINGS (0.4); REVIEW REVISED FINANCING PROPOSAL FOR JP MORGAN (0.6).
MATZ TJ	11/02/07	1.00	REVIEW MARKED CHANGES TO JPM PROPOSAL FROM SHERMAN & STERLING (0.4); REVIEW PROCESS FOR EXIT FINANCING MOTION, SPECIAL NOTICE PARTIES (0.6).
MATZ TJ	11/04/07	1.30	REVIEW REVISED FINANCING COMMITMENT, BOARD PRESENTATION RE: SAME, AND DRAFT EXIT FINANCING MATERIALS (1.3).
MATZ TJ	11/05/07	3.60	REVIEW FURTHER REVISION TO FINANCING COMMITMENT (0.2); CONSIDER EXIT FINANCING MOTION MATTERS (0.9); REVIEW AND COMMENT ON REVISED MOTION (0.6); REVIEW REVISIONS TO EXIT FINANCING AGREEMENTS (0.4); REVIEW AND REVISE MOTION RE: SAME (1.5).

MATZ TJ	11/06/07	7.10	CONSIDER AND REVIEW EXIT FINANCING PLEADINGS AND REVISIONS TO SAME (1.8); DISCUSSIONS WITH M. BAKER RE: ENGAGEMENT LETTER (0.4); TELECONFERENCE WITH T. KRAUSE, M. BAKER RE: EXIT FINANCING MOTION (0.3); CONSIDER APPLICATION RE: SEALING RE: MOTION (0.6); TELECONFERENCE WITH ADVISE CHAMBERS RE: SAME (0.2); REVISE PROPOSED EXIT FINANCING ORDER (0.4); TELECONFERENCE WITH M. BAKER RE: EXIT FINANCING ENGAGEMENT LETTER (0.3); FURTHER REVIEW OF REVISIONS TO ENGAGEMENT LETTER, REDACTED VERSION THEREOF (0.6); REVIEW FOURTH DRAFT OF EXIT FINANCING MOTION AND COMMENTS THEREON (1.4); REVIEW AND COMMENT ON EX PARTE SEALING APPLICATION RE: FEE LETTER RE: EXIT FINANCING MOTION (0.6); TELECONFERENCE WITH CHAMBERS RE: EX PARTE APPLICATION (0.2); FINALIZE SAME VIS-A-VIS SIMPSON THATCHER (JPMORGAN) (0.3).
MATZ TJ	11/07/07	2.50	TELECONFERENCE WITH CHAMBERS RE: SEALING ORDER RE: EXIT FINANCING (0.2); CONSIDER AND PREPARE ADDITIONAL MATERIAL RE: SEALING APPLICATIONS (1.6); TELECONFERENCE WITH CHAMBERS RE: SAME (0.3); REVIEW CORRESPONDENCE FROM CHAMBERS RE: SEALING ORDER AND SERVICE THEREOF (0.2); MAKE ARRANGEMENTS WITH KCC RE: SAME (0.2).
MATZ TJ	11/08/07	0.70	TELECONFERENCE WITH U.S. TRUSTEE RE: EXIT FINANCING MOTION (0.7).
MATZ TJ	11/09/07	0.40	REVIEW AND COMMENT ON EXIT FINANCING PRESENTATION MATERIALS (0.4).
MATZ TJ	11/12/07	5.10	REVIEW AND REVISE EXIT FINANCING SCRIPT, SHEEHAN DECLARATION (1.6); CONTINUE TO REVIEW AND REVISE OF SHEEHAN DECLARATION (0.7); REVIEW CORRESPONDENCE FROM B. ROSENBERG RE: POTENTIAL UNSECURED CREDITORS COMMITTEE OBJECTION TO EXIT FINANCING (0.1); TELECONFERENCE WITH M. BAKER RE: SAME (0.2); CONSIDER MATTERS AND REVIEW EXIT FINANCING MOTION (2.3); TELECONFERENCE WITH M. BAKER RE: EXIT FINANCING MOTION (0.2).
MATZ TJ	11/13/07	3.40	REVIEW AND COMMENT ON DIP EXTENSION SUBMISSION (0.3); REVIEW AND COMPLETE EXIT FINANCING EXHIBIT BINDERS AND REPLY (2.3); FINANCIAL REVIEW AND REVISIONS TO OBJECTION SUMMARY CHART FOR REPLY (0.6); TELECONFERENCE WITH L. WILLIAMS RE: EXIT FINANCING, DIP MOTIONS (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	11/14/07	8.40	REVIEW REPLY MATERIALS RE: WILMINGTON TRUST BONDHOLDERS OBJECTION (0.3); TELECONFERENCES WITH J. SHEEHAN RE: SAME (0.2); TELECONFERENCE WITH M. BAKER RE: SAME (0.1); TELECONFERENCE WITH J. SHEEHAN, M. BAKER AND SKADDEN TEAM RE: EXIT FINANCING REPLY (0.8); CONSIDER EXIT FINANCING REPLY MATTERS, EXITS FOR HEARING, REVISIONS TO SHEEHAN DECLARATION (0.9); REVIEW AND REVISE SHEEHAN DECLARATION RE: EXIT FINANCING (0.8); DRAFT AND REVISE EXIT FINANCING OBJECTION SUMMARY CHART FOR REPLY (2.2); CORRESPONDENCE WITH J. SHEEHAN RE: COMMENTS AND REVISIONS TO SAME (0.6); CONSIDER AND REVIEW DRAFT EXIT FINANCING REPLY (2.5).
MATZ TJ	11/15/07	7.40	UPDATE EXIT FINANCING SCRIPT FOR HEARING BINDER (0.4); CONTINUE TO REVIEW AND REVISE OF EXIT FINANCING REPLY (2.4); REVIEW AND COMMENT ON DIP FINANCING EXTENSION (0.6); COMPILE EXHIBIT BINDERS RE: EXIT FINANCING (2.2); REVIEW AND COMMENT ON SHEEHAN DECLARATION FOR EXIT FINANCING MOTION (0.8); FINALIZE EXIT FINANCING REPLY, FINAL REVISIONS TO SAME (0.8); TELECONFERENCE WITH CHAMBERS RE: 11/16 HEARING EXIT BINDERS (0.2).
MATZ TJ	11/16/07	0.40	TELECONFERENCE WITH CHAMBERS RE: EXIT FINANCING ORDER (0.1); PREPARE REDACTED EXHIBITS (0.2); FORWARD SAME TO CHAMBERS (0.1).
		42.70	
Total Counsel		42.70	
CAZERS PL	11/13/07	4.60	CONDUCTED LEGAL RESEARCH; REVIEW LEGAL RESEARCH; DRAFT MEMO RE: EXIT FINANCING (4.6).
CAZERS PL	11/14/07	8.10	DRAFTED MEMO (3.4); CONDUCT LEGAL RESEARCH (4.7).
CAZERS PL	11/15/07	9.30	CONDUCT LEGAL RESEARCH (3.2); DRAFT OBJECTIONS CHART (6.1).
		22.00	
GRANT K	11/05/07	1.60	REVIEW DIP REFINANCING ORDER RE: RELEASE OF LOCAL SHARE PLEDGES AND EMAIL RE: SAME (1.2); EMAIL WITH S. NOH RE: SAME (0.4).
GRANT K	11/13/07	0.90	REVIEW OBJECTIONS TO EXIT FINANCING MOTION (0.9).
GRANT K	11/15/07	0.70	REVIEW UCC OBJECTION TO EXIT FINANCING MOTION (0.7).
		3.20	

HALPER A	11/13/07	0.50	REVIEW AND REVISE CREDIT RATING AGENCY PRESENTATION (0.5).
HALPER A	11/14/07	0.60	REVIEW CREDIT RATING AGENCY PRESENTATIONS AND COORDINATE WITH P. BRUSANTE AND OTHERS AT DELPHI TO ADVISE ON DEAL STATUS (0.6).
1.10			
HARDIN AS	11/01/07	6.20	DRAFT AND REVISE PLEADINGS (6.2).
HARDIN AS	11/02/07	3.30	REVISE PLEADINGS RELATED TO DIP AND EXIT FINANCING (3.3).
HARDIN AS	11/05/07	3.50	DRAFT AND REVISE PLEADINGS RE: EXIT FINANCING (3.5).
HARDIN AS	11/06/07	6.90	PREPARE AND REVISE MATERIALS RELATED TO EXIT FINANCING (6.9).
HARDIN AS	11/07/07	5.90	PREPARE AND REVISE MATERIALS RELATED TO EXIT FINANCING (5.9).
HARDIN AS	11/08/07	3.30	EMAIL EXCHANGES AND TELECONFERENCES RE: MATERIALS RE: DIP FINANCING (3.3).
HARDIN AS	11/10/07	0.40	WORKING GROUP EMAIL EXCHANGE RE: MATTERS RELATED TO EXIT FINANCING (0.4).
HARDIN AS	11/12/07	2.10	WORKING GROUP EMAIL EXCHANGE RE: PROPOSED CHANGES TO EXIT FINANCING ORDER (0.4); WORKING GROUP MEETING RE: SAME (0.2); REVISE MATERIALS RELATED TO SAME (1.5).
HARDIN AS	11/13/07	3.50	REVIEW OBJECTIONS TO EXIT FINANCING MOTION AND PREPARE FOR HEARING RE: SAME (3.5).
HARDIN AS	11/14/07	6.40	PREPARE PLEADING RELATED TO DEBTOR-IN-POSSESSION FINANCING (0.9); PREPARE PLEADING RELATED TO EXIT FINANCING (5.5).
HARDIN AS	11/15/07	11.90	PREPARE AND REVISE PLEADING RELATED TO EXIT FINANCING (5.3); REVIEW MATERIALS FROM EXIT LENDERS RELATED TO SAME (0.1); REVISE AND PREPARE FILING OF SAME (4.6); REVIEW OBJECTIONS TO EXIT FINANCING MOTION (0.3); WORKING GROUP EMAIL EXCHANGE AND CONFERENCE CALLS RE: SAME (0.5); REVIEW AND REVISE MATERIALS RELATED TO PLEADING CONCERNING DIP FINANCING (1.1).
HARDIN AS	11/16/07	0.20	REVIEW AND DISTRIBUTE ORDER RELATED TO EXIT FINANCING (0.2).
HARDIN AS	11/19/07	0.30	WORKING GROUP EMAIL EXCHANGE RE: EXIT FINANCING (0.3).
HARDIN AS	11/28/07	0.20	WORKING GROUP EMAIL EXCHANGE RE: EXIT FINANCING (0.2).

54.10

JJINGO MJ	11/01/07	4.10	REVIEW REVISED TURNS OF ENGAGEMENT LETTER AND FEE LETTER; REVIEW VARIOUS CORRESPONDENCE AND DOCUMENTS FROM SHEARMAN & STERLING (4.1).
JJINGO MJ	11/02/07	6.70	REVIEW CIRCLE DRAFT; PREPARE FOR AND PARTICIPATE ON VARIOUS ALL HANDS CALLS RE: COMMITMENT PAPERS (6.7).
JJINGO MJ	11/05/07	5.40	ATTEND TO VARIOUS MATTERS RELATED TO EXIT FINANCING (5.4).
JJINGO MJ	11/06/07	4.20	REVIEW TURN OF COMMITMENT PAPERS AND HIGHLIGHT AREAS TO BE REDACTED; CONVERSATIONS WITH R. PALACH AT SHEARMAN RE: THE SAME; REVIEW FINALIZED COMMITMENT PAPERS; CORRESPOND WITH J. MORRIS AT SIMPSON THACHER; REVIEW REVISED EXIT FINANCING MOTION AND OTHER DOCUMENTS IN CONNECTION THEREWITH (4.2).
JJINGO MJ	11/07/07	6.70	REVIEW VARIOUS CORRESPONDENCE RELATED TO FINANCING AND THE DIP EXTENSION ORDER (6.7).
		27.10	
MURPHY M*	11/07/07	2.80	DRAFT DISCLOSURE FOR DIP RENEWAL (2.8).
MURPHY M*	11/08/07	3.20	CREATE EXHIBIT BINDER FOR DIP RENEWAL (3.2).
MURPHY M	11/09/07	3.80	CREATE EXHIBIT BINDER FOR DIP RENEWAL (3.8).
MURPHY M	11/12/07	1.90	CREATE AMENDMENT BINDER FOR DIP RENEWAL (1.9).
		11.70	
PERL MW	11/01/07	11.90	DRAFT RIDER FOR DIP MOTION, INCLUDING REVIEW OF PRECEDENT (1.1); TELECONFERENCES WITH M. BAKER (SHEARMAN) RE: DIP EXTENSION MOTION/ORDER (0.2, 0.1); STRATEGIZE WITH WORKING GROUP RE: SERVICE PARTIES (0.4); CONTINUE TO REVIEW AND REVISE DIP MOTION AND ORDER, INCLUDING REVIEW, CONSIDERATION AND INCORPORATION OF COMMENTS IN CONNECTION WITH SAME (9.7); REVIEW AND COMMENT ON EXHIBIT FOR FILING (0.1); COORDINATE FILING AND SERVICE OF SAME (0.3).
PERL MW	11/02/07	0.10	FOLLOW UP ON DIP MOTION AND RELATED ISSUES (0.1).
PERL MW	11/05/07	0.90	TELECONFERENCES WITH M. BAKER (0.2, 0.1) AND B. RESNICK AND WORKING GROUP (0.1) RE: FEE LETTER AND DIP EXTENSION ORDER; FOLLOW UP WITH LATHAM RE: FEE LETTER REQUEST (0.1); FOLLOW UP ON MATTERS RELATING TO DIP EXTENSION FEE LETTER AND ORDER (0.4).

PERL MW	11/06/07	0.30	CORRESPOND WITH B. RESNICK RE: DIP EXTENSION FEE LETTER AND REVIEW LETTER (0.2); FOLLOW UP WITH E. RUIZ (LATHAM) RE: SAME (0.1).
PERL MW	11/07/07	8.20	REVIEW AND CONSIDER COMMENTS FROM PBGC RE: DIP EXTENSION ORDER (0.5); REVIEW VARIOUS DIP RELATED DOCUMENTS AND PREPARE FOR HEARING (0.4); CONTINUE TO WORK ON AND CONSIDER ISSUES IN CONNECTION WITH DIP EXTENSION MOTION (3.2); BEGIN DRAFTING DIP SCRIPT (1.4) AND REVIEW MOTION AND REVISION TO ORDER AND RELATED DOCUMENTS IN CONNECTION WITH SAME (0.7); STRATEGIZE WITH WORKING RE: FEE LETTER MATTERS AND FOLLOW UP RE: SAME (0.4); PREPARE SUMMARY CHART FOR DIP EXTENSION MEXHIBIT (0.6); REVIEW AND PROVIDE COMMENTS TO DECLARATION IN CONNECTION WITH DIP EXTENSION AND PROVIDE GUIDANCE RE: SAME (0.6); DRAFT CORRESPONDENCE RE: DIP EXTENSION MOTION (0.2); STRATEGIZE WITH WORKING GROUP RE: EXHIBIT BINDER PREPARATION (0.2).
PERL MW	11/08/07	6.10	TELECONFERENCE WITH R. SLIVINSKI RE: FEE LETTER (0.2); TELECONFERENCE WITH B. RESNICK RE: DIP ORDER (0.4); PARTICIPATE IN TELECONFERENCE WITH PBGC AND THEIR COUNSEL AND WORKING GROUP (0.5) AND FOLLOW UP WITH M. BAKER AND WORKING GROUP RE: SAME (0.4); PARTICIPATE IN TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP RE: DIP EXTENSION ORDER (0.3); CONTINUE TO WORK ON AND CONSIDER ISSUES AND REVISIONS TO DIP EXTENSION ORDER (3.4); DRAFT MULTIPLE CORRESPONDENCES AND FOLLOW UP RE: SAME (0.8); REVIEW AND TRANSMIT VARIOUS DIP RELATED DOCUMENTS (0.1).
PERL MW	11/09/07	5.70	CONTINUE WORKING ON SCRIPT AND PROFFER FOR DIP EXTENSION MOTION (1.2); REVISE SUMMARY BULLET POINTS RE: DIP EXTENSION (0.4); REVIEW TELECONFERENCE WITH M. BAKER, B. RESNICK AND WORKING GROUP RE: DIP ORDER (0.5) AND FOLLOW UP RE: SAME (0.3); REVISE ORDER AND CIRCULATE TO CLIENT AND PBGC FOR REVIEW, INCLUDING DRAFTING EMAILS RE: SAME (0.9); FOLLOW UP TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1); REVIEW AND REVISE SHEEHAN DECLARATION RE: DIP EXTENSION MOTION (0.8); CONTINUE TO WORK ON VARIOUS MATTERS RE: DIP EXTENSION MOTION IN PREPARATION FOR HEARING (0.7); COORDINATE DISTRIBUTION OF KEY DOCUMENTS TO WORKING GROUP IN PREPARATION FOR POTENTIAL CONTESTED HEARING ON THE DIP EXTENSION MOTION (0.3); REVIEW DIP EXTENSION EXHIBIT INDEX AND PROVIDE COMMENTS TO AME (0.3); COORDINATE RE: ADDITIONAL DOCUMENTS TO BE ADDED TO INDEX (0.2).

PERL MW	11/10/07	0.90	REVIEW CORRESPONDENCES RE: DIP ORDER (0.2); TELECONFERENCE WITH WORKING GROUP RE: CHANGES TO SAME (0.3); FOLLOW UP AND CIRCULATE ORDER TO B. RESNICK (0.4).
PERL MW	11/11/07	0.10	WORK ON MATTERS RELATING TO DIP EXTENSION ORDER, INCLUDING CORRESPONDENCE WITH M. BAKER (0.1).
PERL MW	11/12/07	4.90	CONTINUE TO DRAFT SCRIPT FOR DIP EXTENSION MOTION (2.2); REVIEW AND COMMENT ON DIP EXTENSION DECLARATION (0.6); WORK ON MATTERS RE: DIP EXTENSION ORDER; CONSIDER UCC COMMENTS TO DIP ORDER (0.3) AND STRATEGIZE RE: SAME (0.2); REVIEW PRIOR DIP ORDERS IN PREPARATION FOR DIP EXTENSION HEARING (1.2); ASSIST AND CONSIDER ISSUES RE: EXHIBIT BINDER FOR DIP EXTENSION MOTION (0.3).; REVIEW INDEX RE: SAME (0.1).
PERL MW	11/13/07	2.90	CONTINUE TO WORK ON DIP SCRIPT (1.6); REVIEW AND UPDATE DIP SUMMARY CHART (0.4); TELECONFERENCE WITH V. MELWANI AND WORKING GROUP RE: DIP EXTENSION ORDER (0.1); FOLLOW UP CORRESPONDENCE RE: SAME (0.2); TELECONFERENCE WITH U.S. TRUSTEE OFFICE RE: COURTESY COPY OF DIP EXTENSION ORDER AND COORDINATE FAX OF DOCUMENTS TO T. DAVIS (0.6).
PERL MW	11/14/07	5.80	DRAFT RIDER IN CONNECTION WITH SUPPLEMENTAL FILING FOR DIP EXTENSION MOTION (3.1); REVIEW AND REVISE SAME (0.6); REVISE DECLARATION FOR DIP EXTENSION MOTION (0.4); REVIEW DOCUMENTS RELATING TO DIP EXTENSION MOTION AND PREPARE AND UPDATE EXHIBIT BINDER RE: SAME (0.7); EVALUATE ISSUES IN CONNECTION WITH DIP EXTENSION, INCLUDING SUPPLEMENTAL FILING (0.8); REVISE SUMMARY CHART FOR DIP AMENDMENT MOTION (0.2).

PERL MW	11/15/07	8.50	CONTINUE TO WORK ON AND REVISE DIP EXTENSION DECLARATION (1.3); REVIEW SAME (0.4); CONTINUE TO WORK ON AND UPDATE DIP SCRIPT (0.9); CONTINUE TO REVISE SUPPLEMENTAL DIP EXTENSION PLEADING (0.8); COORDINATE FILING OF SAME (0.2); ATTENTION TO ISSUES RE: SERVICE OF SAME AND AGENDA (0.1); STRATEGIZE WITH WORKING GROUP RE: VARIOUS DIP RELATED MATTERS (0.7); REVIEW VARIOUS DIP DOCUMENTS INCLUDING REVISED FEE LETTERS AND REVISED CREDIT AGREEMENT (0.9) AND CONSIDER ISSUES RE: SAME (0.4); REVISE AND UPDATE DIP EXTENSION EXHIBIT BINDER, INCLUDING FINALIZING SAME FOR HEARING (2.3); CORRESPOND WITH A. TENZER AND M. BAKER; S. CORCORAN AND T. KRAUSE AND COUNSEL TO PBGC RE: SUPPLEMENTAL FILING (0.2); FOLLOW UP WITH STATUTORY COMMITTEES RE: REVISED DIP FEE LETTERS (0.2) AND STRATEGIZE WITH WORKING GROUP RE: SAME (0.1).
PERL MW	11/16/07	0.80	REVIEW VARIOUS DIP DOCUMENTS PREPARED FOR OMNIBUS HEARING (0.3); FINAL REVIEW OF DIP EXTENSION EXHIBIT BINDERS AND OTHER HEARING DOCUMENTS (0.3); REVIEW AND CIRCULATE ENTERED ORDER RE: SAME (0.2).
PERL MW	11/19/07	0.40	REVIEW DIP EXTENSION ORDER AS ENTERED AND CORRESPOND RE: SAME (0.4).
PERL MW	11/20/07	0.20	REVIEW FEE LETTER AND AMENDED CREDIT AGREEMENT IN CONNECTION WITH DIP EXTENSION (0.2).
		57.70	
SAMOLE RM	11/01/07	6.80	REVIEW REVISED CREDIT AGREEMENT AND RELATED ORDER (3.2); REVISE EXTENSION MOTION (2.0); REVISE ORDER (1.0); TELECONFERENCE WITH C. WOLFE RE: PBGC ISSUES (0.6).
SAMOLE RM	11/06/07	3.20	REVIEW DIP DRAW LETTER (0.5); REVIEW PBGC COMMENTS TO DIP EXTENSION ORDER (2.7).
SAMOLE RM	11/12/07	0.60	REVIEW DIP REPORT (0.6).
SAMOLE RM	11/13/07	0.80	REVIEW REVISED DIP REPORT (0.8).
SAMOLE RM	11/14/07	1.80	REVIEW DIP LENDER CONSENT ISSUE (1.8).
		13.20	

SUBER KM	11/01/07	1.70	CONFER WITH DELPHI TEAM MEMBERS RE: EXIT FINANCING MOTION AND PROPOSED ORDER (0.5); REVIEW AND REVISE EXIT FINANCING MOTION AND ASSOCIATED PROPOSED ORDER (0.5); REVIEW LISTING OF SERVICE PARTIES TO DETERMINE POTENTIAL SPECIAL NOTICE PARTIES (0.3); REVISE CASE MANAGEMENT ORDERS IN CONNECTION WITH DETERMINATION OF SERVICE PARTIES (0.4).
SUBER KM	11/02/07	0.50	FOLLOW UP WITH DELPHI TEAM MEMBERS AND OTHER BANKRUPTCY REFERENCES TO DETERMINE SPECIAL NOTICE PARTIES IN CONNECTION WITH EXIT FINANCING MOTION AND PROPOSED ORDER (0.5).
SUBER KM	11/05/07	0.30	RESEARCH PRECEDENT TO DETERMINE SPECIAL NOTICE PARTIES IN CONNECTION WITH THE EXIT FINANCING MOTION (0.3).
SUBER KM	11/14/07	2.60	REVIEW EXIT FINANCING MOTION AND CORRESPONDING ORDER (1.3); REVIEW REVISED ENGAGEMENT LETTER AND FEE LETTER (1.3).
SUBER KM	11/19/07	1.00	COMPARE PROPOSED EXIT FINANCING ORDER WITH ACTUAL EXIT FINANCING ORDER ISSUED BY COURT AND CREATED MARK-UP (0.9); DISTRIBUTE TO DELPHI TEAM MEMBERS (0.1).
		6.10	
VAN GELDER A	11/13/07	1.80	REVIEW MATERIALS RELATED TO EXIT FINANCING MOTION IN CONNECTION WITH PREPARING FOR HEARING (1.8).
VAN GELDER A	11/14/07	8.60	CONFERENCE CALL WITH J. SHEEHAN TO DISCUSS DECLARATION IN CONNECTION WITH PREPARING FOR EXIT FINANCING HEARING (0.8); EDIT J. SHEEHAN DECLARATION IN CONNECTION WITH THE SAME (3.0); DRAFT EXHIBIT LIST IN CONNECTION WITH THE SAME (3.0); REVIEW UCC OBJECTION IN CONNECTION WITH THE SAME (0.5); SECOND CONFERENCE CALL WITH J. SHEEHAN AND OTHERS IN CONNECTION WITH THE SAME (0.3); REVIEW OBJECTION CHARTS AND EXIT FINANCING REPLY (1.0).
VAN GELDER A	11/15/07	5.50	EDIT SHEEHAN DECLARATION IN CONNECTION WITH PREPARING FOR EXIT FINANCING HEARING (2.3); EDIT EXHIBIT LIST IN CONNECTION WITH THE SAME (1.5); REVIEW PROPOSED EXHIBITS IN CONNECTION WITH THE SAME (0.8); REVIEW EXHIBIT BINDERS IN CONNECTION WITH THE SAME (0.4); REVIEW REPLY BRIEF IN CONNECTION WITH THE SAME (0.5).
VAN GELDER A	11/16/07	4.00	ATTEND HEARING ON EXIT FINANCING (4.0).
		19.90	
Total Associate/Law Clerk		216.10	

TERRY WC	11/08/07	2.30	ASSIST CASE TEAM WITH PROJECT MANAGEMENT (2.3).
		2.30	
Total Client Specialist		2.30	

CHAVALI A 11/14/07 2.70 REVIEW EXIT FINANCING EXHIBIT BINDERS AND OUTLINE TIMELINE FOR REPRODUCTION (1.3); ORGANIZE EXHIBITS IN PREPARATION FOR BINDER (1.4).

CHAVALI A 11/15/07 8.10 CREATE AND UPDATE EXIT FINANCING EXHIBIT BINDERS (2.3); REVIEW EXHIBIT BINDERS (0.4); DISTRIBUTE EXIT FINANCING DOCUMENTS AND EXHIBIT INDEX (0.3); FINALIZE AND FILE EXIT FINANCING REPLY (0.8); DISTRIBUTE FILED DOCUMENTS (0.4); DISTRIBUTE LATE FILED OBJECTIONS (0.8); REVIEW HEARING BINDERS (1.2); REVIEW HEARING PREP TASKS AND DISTRIBUTION (1.2); PREPARE DIP MOTION ALL DOCS REDWELD (0.7).

CHAVALI A 11/16/07 0.80 PAGE CHECK EXIT FINANCING EXHIBIT BINDERS (0.8).

11.60

DEMMA J 11/01/07 3.70 PREPARE/FILE DIP EXTENSION MOTION (3.1); COORDINATE SERVICE OF FILING (0.6).

DEMMA J 11/15/07 0.60 PREPARE/FILE DIP EXTENSION SUPPLEMENT MOTION (0.6).

4.30

FIGUEROA T	11/06/07	1.40	PREPARE EXIT FINANCING MOTION, PROPOSED ORDER, EXHIBIT, AND NOTICE OF MOTION TO BE FILED AND COMPLETE FILING OF MOTION (1.4).
FIGUEROA T	11/07/07	0.60	PREPARE EXIT FINANCING DOCUMENTS (0.6).
FIGUEROA T	11/15/07	1.10	ASSIST WITH PREPARATION OF DIP FINANCING DOCUMENTS (1.1).
		3.10	

SHRAGO R 11/01/07 0.60 PULL AFFIDAVITS OF SERVICE FOR EXIT FINANCING MOTIONS (0.6).

SHRAGO R 11/05/07 1.40 ASSEMBLE EXIT FINANCING MOTION BINDERS (1.4).

SHRAGO R 11/06/07 1.10 COMMUNICATE WITH KCC RE: SERVICE OF EXIT FINANCING MOTION (0.2); DRAFT NOTICE OF MOTION (0.3); FILE EXIT FINANCING MOTION AND COORDINATE SERVICE (0.6).

SHRAGO R 11/07/07 1.40 FILE EX PARTE APPLICATION (0.5); DISTRIBUTE PLEADINGS (0.3); COORDINATE SERVICE OF ORDER WITH KCC (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SHRAGO R	11/13/07	1.10	DISTRIBUTE PLEADINGS (0.3); DISTRIBUTE DIP EXHIBIT LIST (0.4); DRAFT AND REVIEW CORRESPONDENCE RE: 11/16 HEARINGS (0.4).
SHRAGO R	11/15/07	4.90	ASSEMBLE ALL DOCUMENTS BOX (2.3); ASSEMBLE DIP MATERIALS (2.1); DRAFT AND REVIEW CORRESPONDENCE RE: 11/16 HEARING (0.5).
SHRAGO R	11/19/07	1.20	DISTRIBUTE DIP PLEADINGS ON DOCKET (1.2).

11.70

Total Legal Assistant 30.70

ROMAN JJ	11/14/07	1.20	WORK RE: ORGANIZATION OF HEARING MATERIALS WITH EXHIBITS (1.2).
---------------------	---------------------	-----------------	--

~~1.20~~

~~Total Legal Assistant 1.20~~
~~Support~~

TOTAL TIME 361.40

* Law clerks are law school graduates who are not presently admitted
to practice.

Delphi Corporation (DIP))
Financing (DIP and Emergence)

Bill Date: 01/10/08
Bill Number: 1206100

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	11/13/07	Perl MW	1,146.80
Air/Rail Travel - vendor feed	11/16/07	Van Gelder A	663.11
Air/Rail Travel - vendor feed	11/18/07	MacDonald N	-562.60
Air/Rail Travel - vendor feed	11/25/07	Samole RM	1,333.69
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$2,581.00
In-house Reproduction	10/16/07	Copy Center, D	3.60
In-house Reproduction	11/02/07	Copy Center, D	171.31
In-house Reproduction	11/02/07	Copy Center, D	28.52
In-house Reproduction	11/02/07	Copy Center, D	0.10
In-house Reproduction	11/06/07	Copy Center, D	20.21
In-house Reproduction	11/06/07	Copy Center, D	1.00
In-house Reproduction	11/09/07	Copy Center, D	36.32
In-house Reproduction	11/09/07	Copy Center, D	0.60
In-house Reproduction	11/09/07	Copy Center, D	1.00
In-house Reproduction	11/13/07	Copy Center, D	308.20
In-house Reproduction	11/16/07	Copy Center, D	174.41
In-house Reproduction	11/16/07	Copy Center, D	2.00
In-house Reproduction	11/20/07	Copy Center, D	12.62
In-house Reproduction	11/30/07	Copy Center, D	12.11
TOTAL IN-HOUSE REPRODUCTION			\$772.00
Non-standard/Outside Reproduction	11/27/07	24 Seven Discovere, L.L.C.	200.00
TOTAL NON-STANDARD/OUTSIDE REPRODUCTION			\$200.00
Lexis/Nexis	11/01/07	Bolton IS	54.13
Lexis/Nexis	11/15/07	Cleary MA	134.55
Lexis/Nexis	11/21/07	Bolton IS	4.99
Lexis/Nexis	11/27/07	Bolton IS	5.33
TOTAL LEXIS/NEXIS			\$199.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	11/13/07	Cazers PL	168.06
Westlaw	11/14/07	Cazers PL	93.78
Westlaw	11/15/07	Cazers PL	102.16
		TOTAL WESTLAW	\$364.00
Scanning Services	10/31/07	24 Seven Discovere, L.L.C.	2,739.06
Scanning Services	10/31/07	24 Seven Discovere, L.L.C.	150.94
		TOTAL SCANNING SERVICES	\$2,890.00
Reproduction - color	11/10/07	Copy Center, D	180.00
Reproduction - color	11/13/07	Copy Center, D	180.00
Reproduction - color	11/16/07	Copy Center, D	122.00
Reproduction - color	11/16/07	Copy Center, D	2.00
		TOTAL REPRODUCTION - COLOR	\$484.00
Vendor Hosted Teleconferencing	10/05/07	Teleconferencing Services, LLC	5.01
Vendor Hosted Teleconferencing	10/05/07	Teleconferencing Services, LLC	2.80
Vendor Hosted Teleconferencing	10/14/07	Teleconferencing Services, LLC	4.12
Vendor Hosted Teleconferencing	11/07/07	Teleconferencing Services, LLC	4.89
Vendor Hosted Teleconferencing	11/08/07	Teleconferencing Services, LLC	7.03
Vendor Hosted Teleconferencing	11/08/07	Teleconferencing Services, LLC	0.66
Vendor Hosted Teleconferencing	11/08/07	Teleconferencing Services, LLC	0.66
Vendor Hosted Teleconferencing	11/14/07	Teleconferencing Services, LLC	21.83
		TOTAL VENDOR HOSTED TELECONFERENCING	\$47.00
Air/Rail Travel (external)	11/14/07	Butler, Jr. J	456.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$456.00
Out-of-Town Travel	11/14/07	Butler, Jr. J	10.34
Out-of-Town Travel	11/14/07	Butler, Jr. J	32.00
Out-of-Town Travel	11/14/07	Butler, Jr. J	17.34

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	11/14/07	Butler, Jr. J	479.14
Out-of-Town Travel	11/16/07	Meisler RE	1,775.65
Out-of-Town Travel	11/16/07	Meisler RE	16.25
Out-of-Town Travel	11/16/07	Perl MW	1,229.11
Out-of-Town Travel	11/16/07	Van Gelder A	52.00
Out-of-Town Travel	11/16/07	Van Gelder A	1,433.17
Out-of-Town Travel	11/29/07	Meisler RE	4.00
		TOTAL OUT-OF-TOWN TRAVEL	\$5,049.00
Messengers/ Courier	11/13/07	Dist Serv/Mail/Page, D	138.16
Messengers/ Courier	11/14/07	Dist Serv/Mail/Page, D	6.84
		TOTAL MESSENGERS/ COURIER	\$145.00
Out-of-Town Meals	11/14/07	Perl MW	4.13
Out-of-Town Meals	11/14/07	Perl MW	42.83
Out-of-Town Meals	11/14/07	Perl MW	15.36
Out-of-Town Meals	11/14/07	Butler, Jr. J	13.97
Out-of-Town Meals	11/15/07	Perl MW	19.73
Out-of-Town Meals	11/15/07	Van Gelder A	44.89
Out-of-Town Meals	11/15/07	Van Gelder A	20.17
Out-of-Town Meals	11/16/07	Van Gelder A	4.87
Out-of-Town Meals	11/16/07	Van Gelder A	13.25
Out-of-Town Meals	11/16/07	Meisler RE	22.92
Out-of-Town Meals	11/16/07	Perl MW	3.56
Out-of-Town Meals	11/16/07	Perl MW	2.32
		TOTAL OUT-OF-TOWN MEALS	\$208.00
Print Images to Paper (from Electronic Media)	11/01/07	Copy Center, D	35.00
		TOTAL PRINT IMAGES TO PAPER (FROM ELECTRONIC MEDIA)	\$35.00
Internal Catering-NY	11/30/07	Kitchen Dept.	-965.00
		TOTAL INTERNAL CATERING-NY	\$-965.00
Wireless - Mo- bile/Cellular/Pager	11/15/07	Meisler RE	19.00

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$19.00
		TOTAL MATTER	\$12,484.00

Delphi Corporation (DIP))
Financing (DIP and Emergence)

Bill Date: 01/31/08
Bill Number: 1208196

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	12/20/07	0.30	CONFERENCE WITH J. SHEEHAN IN NEW YORK CITY RE: EXIT FINANCING MATTERS AND NEXT STEPS (0.3).
BUTLER, JR. J	12/21/07	0.40	CONSIDER POTENTIAL IMPLEMENTATION OF EXIT FINANCING MOTION RE: PARTICIPATION OF STATUTORY COMMITTEE MEMBERS IN FINANCING (0.2); EMAILS TO/FROM B. ROSENBERG AND B. SCHELER RE: SAME (0.2).
BUTLER, JR. J	12/27/07	0.20	EMAILS TO/FROM B. ROSENBERG AND B. SCHELER RE: DRAFT MOTION RE: IMPLEMENTATION OF EXIT FINANCING (0.2).
BUTLER, JR. J	12/28/07	0.40	REVIEW AND COMMENT ON DRAFT MOTION RE: IMPLEMENTATION OF EXIT FINANCING (0.4).
		1.30	
MARAFIOTI KA	12/20/07	1.20	CORRESPONDENCE EXCHANGE RE: EXIT FINANCING BY COMMITTEE MEMBERS (1.1) AND CORRESPONDENCE TO U.S. TRUSTEE RE: SAME (0.1).
MARAFIOTI KA	12/21/07	0.90	TELECONFERENCE WITH A. LEONHARD RE: FINANCING BY COMMITTEE MEMBERS (0.1); FOLLOWUP CORRESPONDENCE (0.1); CONSIDER ISSUES RE: SAME (0.7).
MARAFIOTI KA	12/27/07	1.70	WORK ON ORDER TO SHOW CAUSE (0.3), SUPPORTING AFFIDAVIT (0.4), EXPEDITED MOTION (0.5), AND ORDER (0.2) RE: PARTICIPATION OF COMMITTEE MEMBERS IN EXIT FINANCING, AND RELATED CORRESPONDENCE (0.3).
MARAFIOTI KA	12/28/07	1.30	CORRESPONDENCE RE: COMMITTEE MEMBER PARTICIPATION IN EXIT FINANCING MOTION (0.8) AND WORK ON ISSUES RE: SAME (0.5).
MARAFIOTI KA	12/31/07	0.40	TELECONFERENCE WITH A. LEONHARD RE: FINANCING ORDER TO SHOW CAUSE (0.2); CORRESPONDENCE TO LEONHARD AND TO COMMITTEE COUNSEL RE: SAME (0.2).
		5.50	
Total Partner		6.80	
MATZ TJ	12/28/07	1.60	REVIEW AND CONSIDER ORDER TO SHOW CAUSE RE: STATUTORY COMMITTEE MEMBERS PARTICIPATION IN EXIT FINANCING AND AFFIDAVIT IN SUPPORT THEREOF, UNDERLYING MOTION (0.6); TELECONFERENCES WITH CHAMBERS RE: ORDER TO SHOW CAUSE (0.2); FORWARD TO CHAMBERS SUBMISSION RE: SAME (0.6); REVIEW CORRESPONDENCE WITH U.S. TRUSTEE, STATUTORY COMMITTEE RE: ORDER TO SHOW CAUSE (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	12/31/07	0.30	DRAFT HEARING AGENDA RE: NON-OMNIBUS EXIT FINANCING HEARING (0.2); TELECONFERENCE WITH CHAMBERS RE: SAME (0.1).
		1.90	
RAMLO K	12/26/07	2.90	REVISE MOTION TO PERMIT COMMITTEE PARTICIPATION IN EXIT FINANCING, DRAFT ORDER TO SHOW CAUSE, AND AFFIDAVIT (2.9).
RAMLO K	12/27/07	5.60	CONTINUE REVIEW OF EXIT FINANCING DOCUMENTS, REVISE PROPOSED ORDER, AND FURTHER REVISE PROPOSED ORDER TO SHOW CAUSE, MOTION, AND AFFIDAVIT (5.3); CORRESPONDENCE TO R. ROSENBERG AND B. STEINGART RE: SAME (0.3).
RAMLO K	12/28/07	2.80	FURTHER REVISE FINANCING PARTICIPATION MOTION, AFFIDAVIT, PROPOSED ORDER TO SHOW CAUSE, AND PROPOSED ORDER, DRAFT CORRESPONDENCE TO CHAMBERS, AND ARRANGE FOR SUBMISSION TO CHAMBERS (2.6); CORRESPONDENCE WITH B. STEINGART RE: MOTION (0.2).
RAMLO K	12/29/07	0.10	CORRESPONDENCE FROM B. STEINGART RE: EXPEDITED HEARING AND TIME (0.1).
		11.40	
Total Counsel		13.30	
PLATT SJ	12/26/07	1.60	DRAFT MOTION, AFFIDAVIT, AND ORDER TO SHOW CAUSE RE: EXIT FINANCING PARTICIPATION (1.6).
PLATT SJ	12/27/07	0.40	DRAFT PROPOSED ORDER RE: EXIT FINANCING PARTICIPATION (0.3); REVISE DOCUMENTS (0.1).
PLATT SJ	12/28/07	2.10	REVISE AND FINALIZE EXIT FINANCING PARTICIPATION MOTION AND SUPPORTING DOCUMENTS FOR SUBMISSION TO CHAMBERS (2.1).
		4.10	
Total Associate		4.10	
TOTAL TIME		<u>24.20</u>	

Delphi Corporation (DIP))
Financing (DIP and Emergence)

Bill Date: 01/31/08
Bill Number: 1208196

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	12/11/07	Copy Center, D	9.00
		TOTAL IN-HOUSE REPRODUCTION	\$9.00
Messengers/ Courier	12/03/07	OSMIO	49.63
Messengers/ Courier	12/03/07	OSMIO	32.37
		TOTAL MESSENGERS/ COURIER	\$82.00
		TOTAL MATTER	\$91.00

Delphi Corporation (DIP))
Financing (DIP and Emergence)

Bill Date: 02/29/08
Bill Number: 1208154

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	01/03/08	1.60	FOLLOW-UP RE: CHAMBERS OSC CONSIDERATION AND POTENTIAL JANUARY 10TH HEARING DATE (0.1); TELECONFERENCE WITH J. SHEEHAN RE: EXIT FINANCING UPDATE (0.3); REVIEW DRAFT EXIT FINANCING PRESENTATIONS FOR JANUARY 4TH MEETINGS AT COMPANY IN TROY (0.9); TELECONFERENCE WITH B. SHAW RE: SAME (0.1); CONSIDER TIMETABLE MATTERS (0.2).
BUTLER, JR. J	01/04/08	1.90	PREPARE FOR AND ATTEND MEETING WITH JPMORGAN AND DELPHI REPRESENTATIVES AT COMPANY IN TROY RE: EXIT FINANCING MATTERS (0.4); REVIEW AND COMMENT ON STAKEHOLDER PRESENTATION RE: SAME (0.7); REVIEW NOVEMBER 16TH EXIT FINANCING APPROVAL ORDER AND RELATED MOTION (0.2); BEGIN TO REVIEW PUBLIC/PRIVATE DRAFT LENDER PRESENTATION AND RELATED MATERIALS (0.6).
BUTLER, JR. J	01/06/08	1.80	CONTINUE TO REVIEW PUBLIC/PRIVATE DRAFT LENDER PRESENTATION AND RELATED MATERIALS (0.8); REVIEW DELPHI LIQUIDITY PRESENTATION AND TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.4); DRAFT EMAILS TO COUNSEL FOR GM, PLAN INVESTORS AND STATUTORY COMMITTEES RE: SAME (0.4); EMAILS FROM/TO T. LAURIA RE: SAME (0.2).
BUTLER, JR. J	01/07/08	1.20	TELECONFERENCES WITH J. SHEEHAN AND D. RESNICK (0.4) AND PREPARE FOR (0.6) JANUARY 8TH MEETING WITH REPRESENTATIVES OF DELPHI, JPMORGAN SECURITIES, AND APPALOOSA AND ALL PLAN CO-INVESTORS IN NEW YORK CITY TO REVIEW 2007 YEAR-END LIQUIDITY AND EXIT FINANCING STRUCTURE, SIZE AND RELATED MATTERS INCLUDING REVIEW OF PRESENTATION MATERIALS; REVIEW AND COMMENT ON STATEMENT RE: DEFERRAL OF FINANCING LAUNCH TO JANUARY 9TH (0.2).
BUTLER, JR. J	01/08/08	7.20	PREPARE FOR (0.7) AND PARTICIPATE IN (5.8) MEETING WITH REPRESENTATIVES OF DELPHI, JPMORGAN SECURITIES, AND APPALOOSA AND ALL PLAN CO-INVESTORS IN NEW YORK CITY TO REVIEW 2007 YEAR-END LIQUIDITY AND FINALIZE EXIT FINANCING LAUNCH STRUCTURE, SIZE AND RELATED MATTERS; PARTICIPATE IN POST-MEETING CONFERENCES WITH DELPHI REPRESENTATIONS (0.7).

BUTLER, JR. J	01/09/08	0.80	MEETING WITH J. SHEEHAN, D. SHERBIN, S. CORCORAN ET. AL. IN NEW YORK RE: LAUNCH OF EXIT FINANCING AND RELATED MATTERS, NEXT STEPS AND FOLLOW-UP ON RELATED MATTERS (0.4); PREPARE FOR JANUARY 10TH OSC HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: MOTION TO AUTHORIZE STATUTORY COMMITTEE MEMBERS' PARTICIPATION IN EXIT FINANCING FACILITIES (0.4).
BUTLER, JR. J	01/10/08	1.10	PREPARE FOR (0.4) AND ATTEND (0.7) OSC HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: MOTION TO AUTHORIZE STATUTORY COMMITTEE MEMBERS' PARTICIPATION IN EXIT FINANCING FACILITIES.
BUTLER, JR. J	01/20/08	0.20	TELECONFERENCE WITH J. SHEEHAN RE: EXIT FINANCING UPDATE AND NEXT STEPS (0.2).
BUTLER, JR. J	01/21/08	0.30	EMAILS FROM/ TO AND TELECONFERENCE WITH J. SHEEHAN RE: EXIT FINANCING UPDATE AND NEXT STEPS (0.3).
BUTLER, JR. J	01/24/08	0.60	TELECONFERENCE (0.3) AND CONFERENCE (0.3) WITH J. SHEEHAN RE: EXIT FINANCING DEVELOPMENTS AND NEXT STEPS.
BUTLER, JR. J	01/25/08	0.40	MEETING WITH J. SHEEHAN RE: EXIT FINANCING DEVELOPMENTS AND NEXT STEPS (0.4).

17.10

COCHRAN EL	01/07/08	3.60	REVIEW ISSUES RELATING TO REVISED FINANCING (3.6).
COCHRAN EL	01/08/08	7.50	MEETING WITH PLAN INVESTORS ON POSSIBLE FINANCING REVISIONS (7.5).
COCHRAN EL	01/09/08	1.40	REVIEW FINANCING ISSUES (1.4).
COCHRAN EL	01/24/08	2.60	REVIEW FINANCING ISSUE RE: EPCA (2.6).

15.10

FRISHMAN LD	01/07/08	1.80	REVIEW AND GIVE COMMENTS ON DRAFT LENDER INFORMATION PACKETS RE: EXIT FACILITY (1.4); REVIEW W&C COMMENTS ON INFO PACKETS (0.4).
FRISHMAN LD	01/08/08	0.20	CORRESPONDENCE WITH DELPHI AND INTERNALLY RE: EXIT FACILITY LAUNCH (0.2).
FRISHMAN LD	01/09/08	3.10	EXIT FACILITY LAUNCH CONFERENCE CALL/MEETING (1.8); REVIEW AND GIVE COMMENTS ON EXIT FACILITY RELATED PROVISIONS OF THE DRAFT RESNICK DECLARATION (1.3).
FRISHMAN LD	01/10/08	0.40	REVIEW FINAL FORM OF LENDER MATERIALS (0.4).

FRISHMAN LD	01/14/08	2.30	REVIEW DIP/EXIT FACILITY RELATED PORTIONS OF DRAFT REGISTRATION STATEMENT (0.6); COMMENCE REVIEW OF DRAFT EXIT FACILITY DOCUMENTS (1.7).
FRISHMAN LD	01/16/08	2.30	CONTINUE REVIEW OF DRAFT EXIT FACILITY PAPERS (2.3).
FRISHMAN LD	01/17/08	3.70	REVIEW AND GIVE COMMENTS ON DRAFT EXIT ABL FACILITY, 1ST LIEN TERM LOAN FACILITY AND INTERCREDITOR AGREEMENTS (3.7).
FRISHMAN LD	01/19/08	0.60	REVIEW AND GIVE COMMENTS ON DRAFT FLOW OF FUNDS (0.6).
FRISHMAN LD	01/22/08	0.60	REVIEW SIMPSON'S COMMENTS ON DRAFT CONFIRMATION ORDER (0.4); MISC CORRESPONDENCE RE: THE SAME (0.2).
		15.00	
MARAFIOTI KA	01/04/08	0.20	CONSIDER FINANCING ISSUES (0.2).
MARAFIOTI KA	01/05/08	0.30	FOLLOWUP ON SETOFF INQUIRY (0.1); COMMUNICATIONS RE: FINANCING ISSUES (0.2).
MARAFIOTI KA	01/07/08	0.50	CONSIDER FINANCING ISSUES (0.5).
MARAFIOTI KA	01/10/08	3.70	IPREPARE FOR FINANCING HEARING (1.0); HEARINGS ON EXIT FINANCING PARTICIPATION AND AD HOC TRADE COMMITTEE OSC (2.5); FOLLOWUP (0.2).
		4.70	
MEISLER RE	01/04/08	0.20	REVIEW AND RESPOND TO CORRESPONDENCE RE: DIP REPORT (0.2).
MEISLER RE	01/06/08	2.60	REVIEW AND COMMENT ON OFFERING MEMORANDUM RE: EXIT FACILITY (2.6).
MEISLER RE	01/07/08	0.70	TELECONFERENCE WITH A. PALUCH RE: FINANCING (0.3); CONTINUED TO REVIEW FINANCING CIM (0.3); TELECONFERENCE WITH P. BRUSATE RE: SAME (0.1).
MEISLER RE	01/09/08	2.30	REVIEW PRESENTATION TO LENDERS RE: EXIT FINANCING (1.2); REVIEW AND COMMENT ON DECLARATIONS IN SUPPORT RE: EXIT FINANCING (1.1).
MEISLER RE	01/11/08	0.80	REVIEW FINANCING CIM (0.5) AND S&P RATINGS (0.3).
MEISLER RE	01/13/08	0.20	TELECONFERENCE WITH J. SHEEHAN, S. CORCORAN, D. SHERBIN RE: EXIT FINANCING (0.2).
		6.80	
Total Partner		58.70	

MATZ TJ	01/03/08	1.50	TELECONFERENCES WITH CHAMBERS RE: ORDER TO SHOW CAUSE, EXIT FINANCING PROCEDURES MOTION (0.4); FOLLOW UP TELECONFERENCE FROM CHAMBERS RE: EXIT FINANCING PROCEDURES MOTION (0.2); TELECONFERENCE FROM CHAMBERS RE: 1/10 HEARING RE: EXIT FINANCING (0.2); TELECONFERENCE TO U.S. TRUSTEE RE: SAME (0.2); FURTHER REVIEW OF EXIT FINANCING SCHEDULING ORDER (0.1); REVIEW AND REVISE EXIT FINANCING MOTION AND CONSIDERING FILING OF SAME (0.4).
MATZ TJ	01/05/08	0.20	TELECONFERENCE WITH D. BAUMSTEIN RE: EXIT FINANCING PROCEDURES MOTION (0.2).
MATZ TJ	01/07/08	0.90	TELECONFERENCE FROM U.S. TRUSTEE RE: EXIT FINANCING PROCEDURES HEARING (0.2); REVIEW CORRESPONDENCE FROM J. SHEEHAN RE: PLAN INVESTORS MEETING ON 1/8 (0.3); TELECONFERENCE TO G. PRYOR RE: SAME (0.2); REVIEW CORRESPONDENCE FROM G. PRYOR RE: PLAN INVESTORS MEETING (0.2).
MATZ TJ	01/08/08	0.50	PREPARATION FOR MEETING WITH PLAN INVESTORS, CO-INVESTORS AND DELPHI RE: EXIT FINANCING (0.5).
MATZ TJ	01/09/08	0.80	REVIEW AND CONSIDER MATERIALS RE: EXIT FINANCING MOTION (0.4); TELECONFERENCE FROM U.S. TRUSTEE RE: RESPONSE (0.2); TELECONFERENCE FROM CHAMBERS RE: EXIT FINANCING MOTION RESPONSE (0.2).
MATZ TJ	01/10/08	1.50	REVIEW U.S. TRUSTEE'S OBJECTION TO EXIT FINANCING PARTICIPATION MOTION AND CASE LAW CITED FOR RESPONSIVE SCRIPT (1.2); REVIEW AND REVISE EXIT FINANCING PARTICIPATION MOTION (0.2); FORWARD SAME TO CHAMBERS (0.1).
		5.40	
RAMLO K	01/03/08	0.40	REVIEW AND ARRANGE FOR FILING AND SERVICE OF EXIT FINANCING PARTICIPATION MOTION (0.4).
RAMLO K	01/06/08	0.20	REVISE SCRIPT FOR EXIT FINANCING PARTICIPATION MOTION (0.2).
RAMLO K	01/08/08	0.80	PREPARE FOR EXIT FINANCING PARTICIPATION MOTION (0.8).
RAMLO K	01/09/08	2.20	REVIEW AND REVISE AGENDA FOR EXIT FINANCING PARTICIPATION MOTION (0.2); REVIEW EXIT FINANCING ARRANGEMENTS MOTION AND TRANSCRIPT AND PREPARE SCRIPT FOR PARTICIPATION MOTION (1.2); REVIEW U.S. TRUSTEE OPPOSITION BRIEF (0.8).

RAMLO K	01/10/08	4.20	REVIEW CASE LAW, REVISE EXIT FINANCING PARTICIPATION SCRIPT, REVIEW AND ANALYZE POTENTIAL EXHIBITS, AND SUPERVISE PREPARATION OF HEARING BINDERS (4.2).
		7.80	
Total Counsel		13.20	
FERN BM	01/09/08	2.50	REVIEW AND REVISE MATERIALS RE UST EXIT FINANCING OBJECTION (2.5).
FERN BM	01/10/08	1.40	FORMULATE STRATEGY RE: REPLY TO UST OBJECTION (0.5); EVALUATE ISSUES RE: EXIT FINANCING (0.9).
		3.90	
HARDIN AS	01/10/08	9.30	PREPARE FOR HEARING ON MOTION RELATED TO EXIT FINANCING (6.6); ATTEND HEARING ON MATTER RELATED TO EXIT FINANCING (2.5); WORKING GROUP EMAIL EXCHANGE RE: EXIT FINANCING MECHANICS (0.2).
		9.30	
JJINGO MJ	01/07/08	2.10	REVIEW IM/LENDER PITCH AND W&C COMMENTS ON THE SAME; CORRESPOND INTERNALLY (2.1).
JJINGO MJ	01/08/08	2.80	BEGIN TO REVIEW DOCUMENTATION RELATED TO INEVA TRANSACTION (2.8).
JJINGO MJ	01/14/08	3.20	CORRESPOND WITH R. PALACH AT SHEARMAN RE: EXIT FACILITY; BEGIN TO REVIEW DOCUMENTS AND COMMENT ON THE SAME (3.2).
JJINGO MJ	01/15/08	2.30	BEGIN TO REVIEW DRAFTS OF EXIT CREDIT FACILITY DOCUMENTS (2.3).
JJINGO MJ	01/17/08	3.70	CONTINUE TO REVIEW EXIT CREDIT DOCUMENTS AND MARK-UP THE SAME; CIRCULATE COMMENTS TO R. PALACH AT SHEARMAN (3.7).
JJINGO MJ	01/18/08	2.10	CONTINUE TO REVIEW EXIT DOCUMENTATION (2.1).
JJINGO MJ	01/21/08	3.20	CONTINUE TO REVIEW DRAFT CREDIT DOCUMENTS (3.2).
		19.40	
PLATT SJ	01/06/08	0.40	BEGIN PREPARING FOR EXIT FINANCING PARTICIPATION MOTION (0.4).
PLATT SJ	01/07/08	1.40	PREPARE FOR EXIT FINANCING PARTICIPATION MOTION (1.4).
PLATT SJ	01/08/08	0.70	RESEARCH RE: EXIT FINANCING PARTICIPATION MOTION (0.7).
PLATT SJ	01/09/08	12.30	REVIEW US TRUSTEE OBJECTION (1.2); REVISE SCRIPT AND PREPARE REPLY RE: EXIT FINANCING PARTICIPATION MOTION AND PREPARE FOR HEARING (11.1).

PLATT SJ	01/10/08	2.90	PREPARE FOR HEARING ON EXIT FINANCING PARTICIPATION MOTION (2.9).
----------	----------	------	---

17.70

Total Associate		50.30	
------------------------	--	--------------	--

SHRAGO R	01/03/08	3.50	FILE EXIT FINANCING PARTICIPATION MOTION AND COORDINATE SERVICE (1.6); RE-FILE EXIT FINANCING PARTICIPATION MOTION AND COORDINATE SERVICE (1.9).
----------	----------	------	--

3.50

WOODFIELD J	01/09/08	1.80	CREATE THE CASE LAW BINDER RE: US TRUSTEE IN OBJECTION TO EXIT FINANCING MOTION BINDER AND INDEX (1.8).
-------------	----------	------	---

WOODFIELD J	01/10/08	4.10	CREATE THE HEARING BINDER AND UPDATE THE EXIT FINANCING BINDERS IN PREPARATION FOR THE HEARING (4.1).
-------------	----------	------	---

5.90

ZYLICH AK	01/09/08	2.70	PREPARE EXIT FINANCING PARTICIPATION MOTION BINDER (2.7).
----------------------	---------------------	-----------------	--

~~2.70~~

Total Legal Assistant		12.10	
------------------------------	--	--------------	--

TOTAL TIME		<u>134.30</u>	
-------------------	--	----------------------	--

Delphi Corporation (DIP))
Financing (DIP and Emergence)

Bill Date: 02/29/08
Bill Number: 1208154

Disbursement	Date	Vendor/Employee/Dept.	Amount
Westlaw	01/08/08	Platt SJ	114.00
		TOTAL WESTLAW	\$114.00
Air/Rail Travel (external)	01/07/08	Butler, Jr. J	356.00
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$356.00
Out-of-Town Travel	01/07/08	Butler, Jr. J	24.01
Out-of-Town Travel	01/07/08	Butler, Jr. J	506.97
Out-of-Town Travel	01/07/08	Butler, Jr. J	31.51
Out-of-Town Travel	01/07/08	Butler, Jr. J	46.51
		TOTAL OUT-OF-TOWN TRAVEL	\$609.00
Out-of-Town Meals	01/07/08	Butler, Jr. J	32.00
		TOTAL OUT-OF-TOWN MEALS	\$32.00
Outside Re- search/Internet Services	01/07/08	Pacer Service Center	76.40
Outside Re- search/Internet Services	01/07/08	Pacer Service Center	8.60
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$85.00
		TOTAL MATTER	\$1,196.00